



MARVEL
COMICS
GROUP 12¢

the AMAZING SPIDER-MAN

APPROVED
BY THE
COMICS
CODE
AUTHORITY

IND.

8
JAN.

SPECIAL "TRIBUTE-TO-TEEN-AGERS" ISSUE!!



DON'T MISS
OUR EXTRA
ADDED
ATTRACTION...

SPIDER-MAN
TACKLES

"the HUMAN TORCH"



THE TERRIBLE THREAT OF "THE LIVING BRAIN!"

**A MARVEL
MASTERPIECE!**

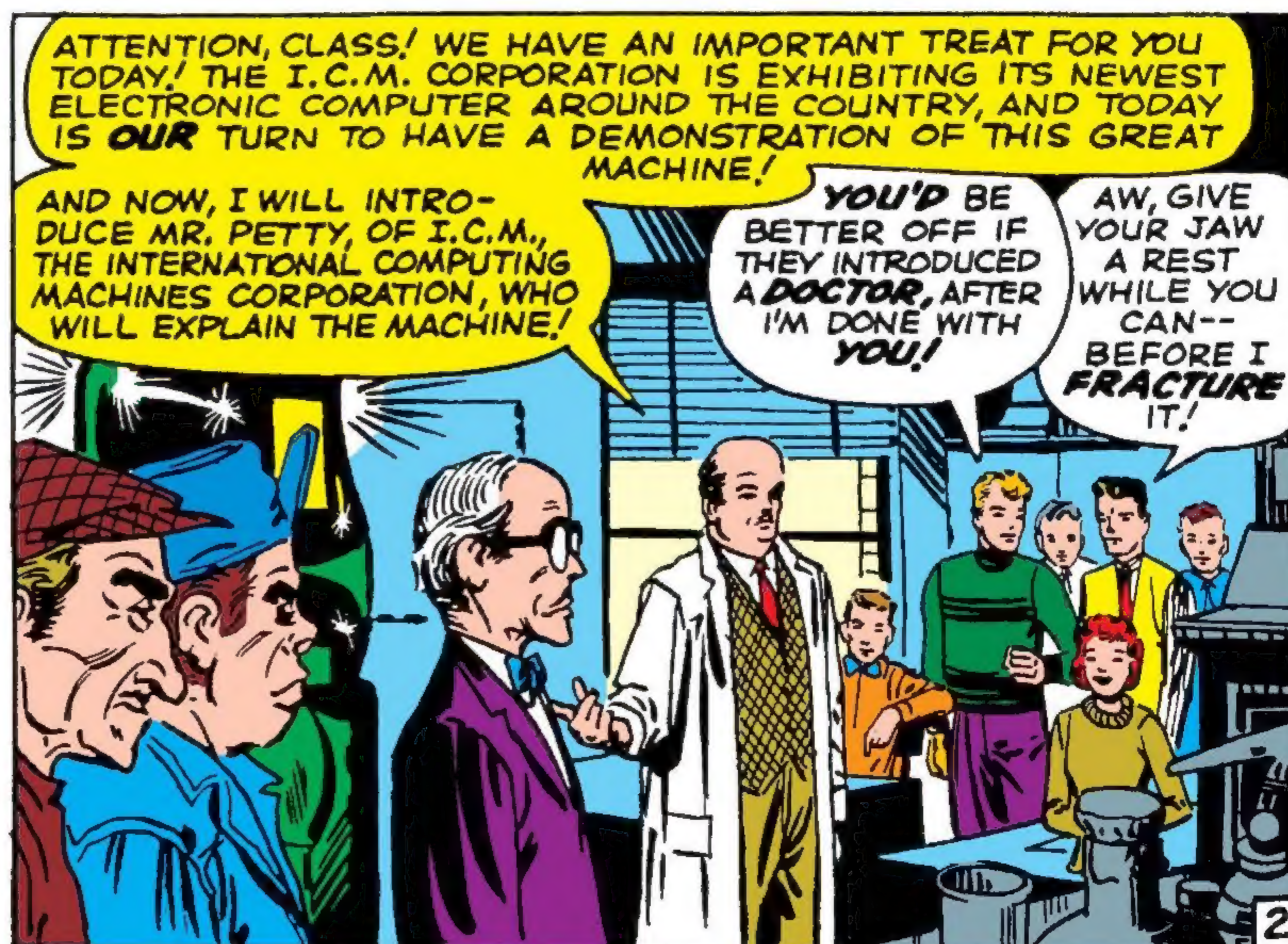
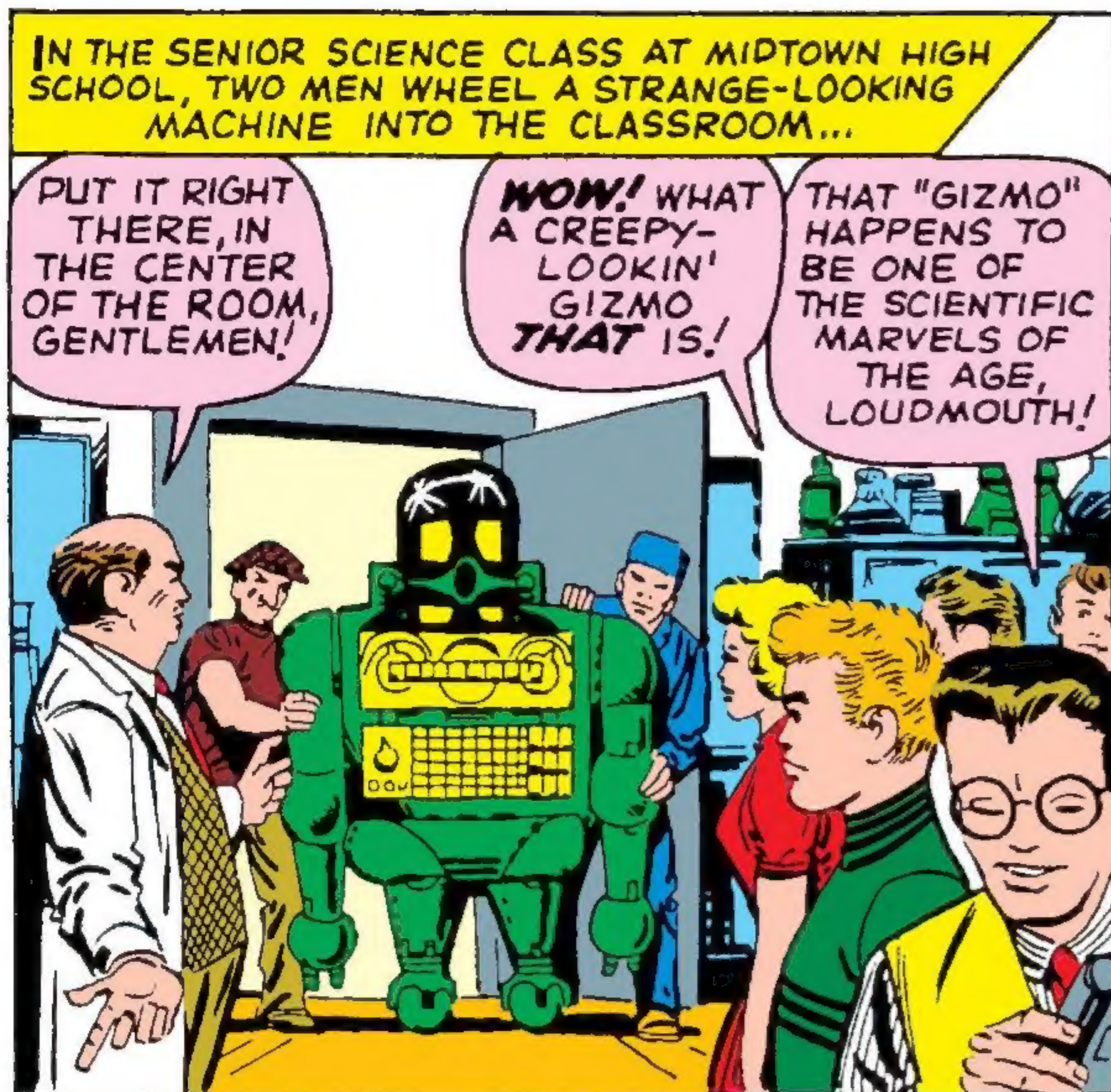
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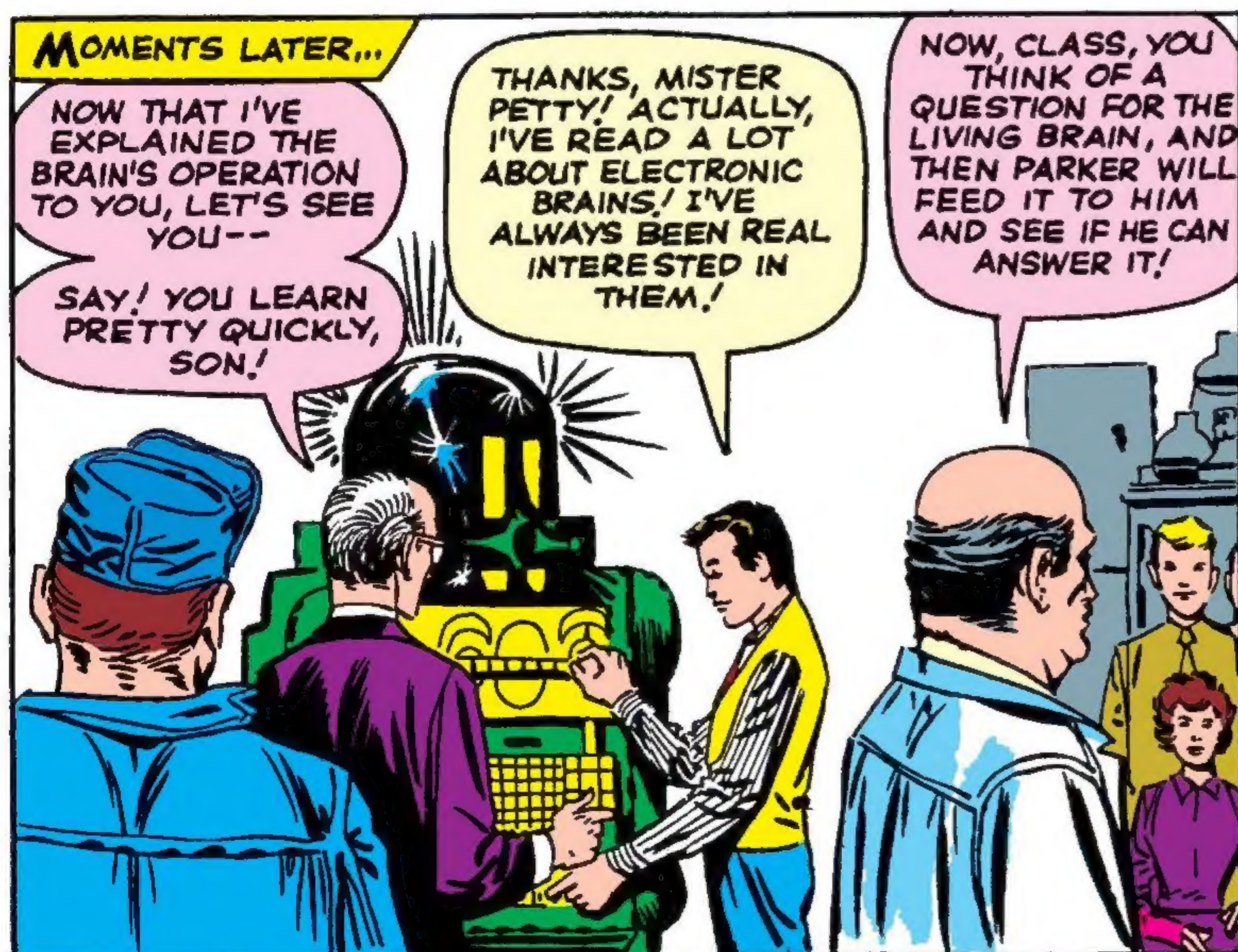
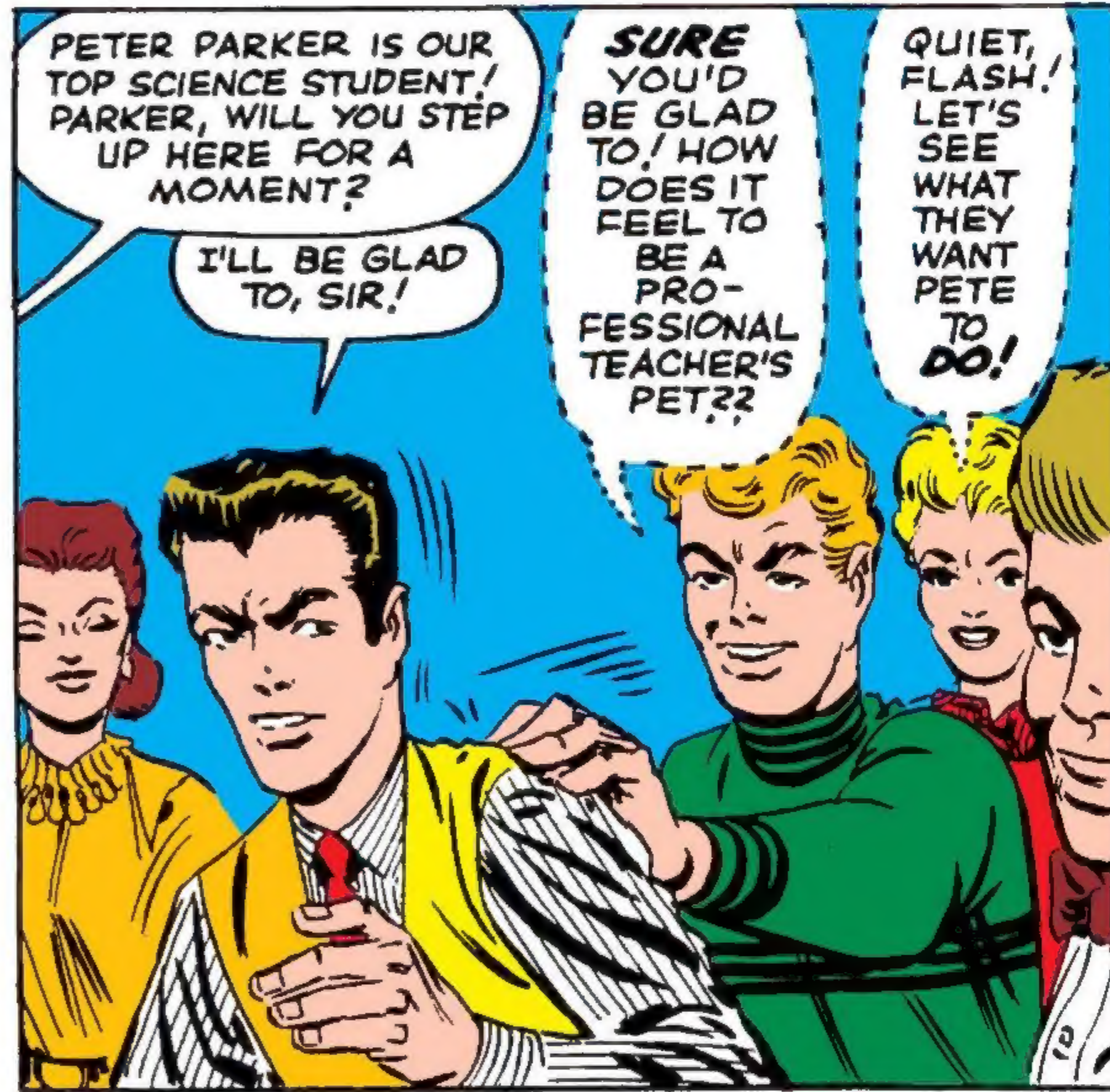
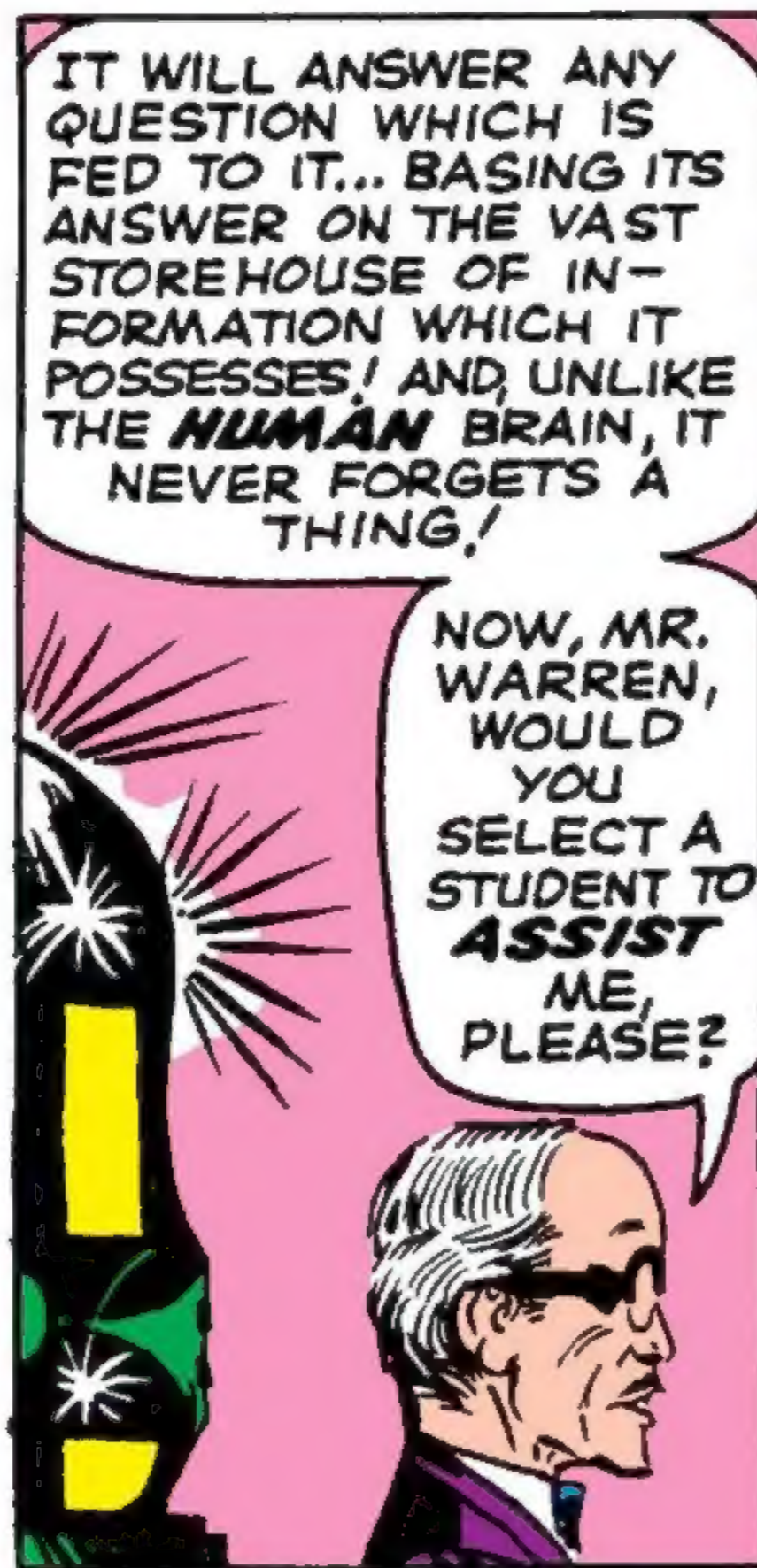
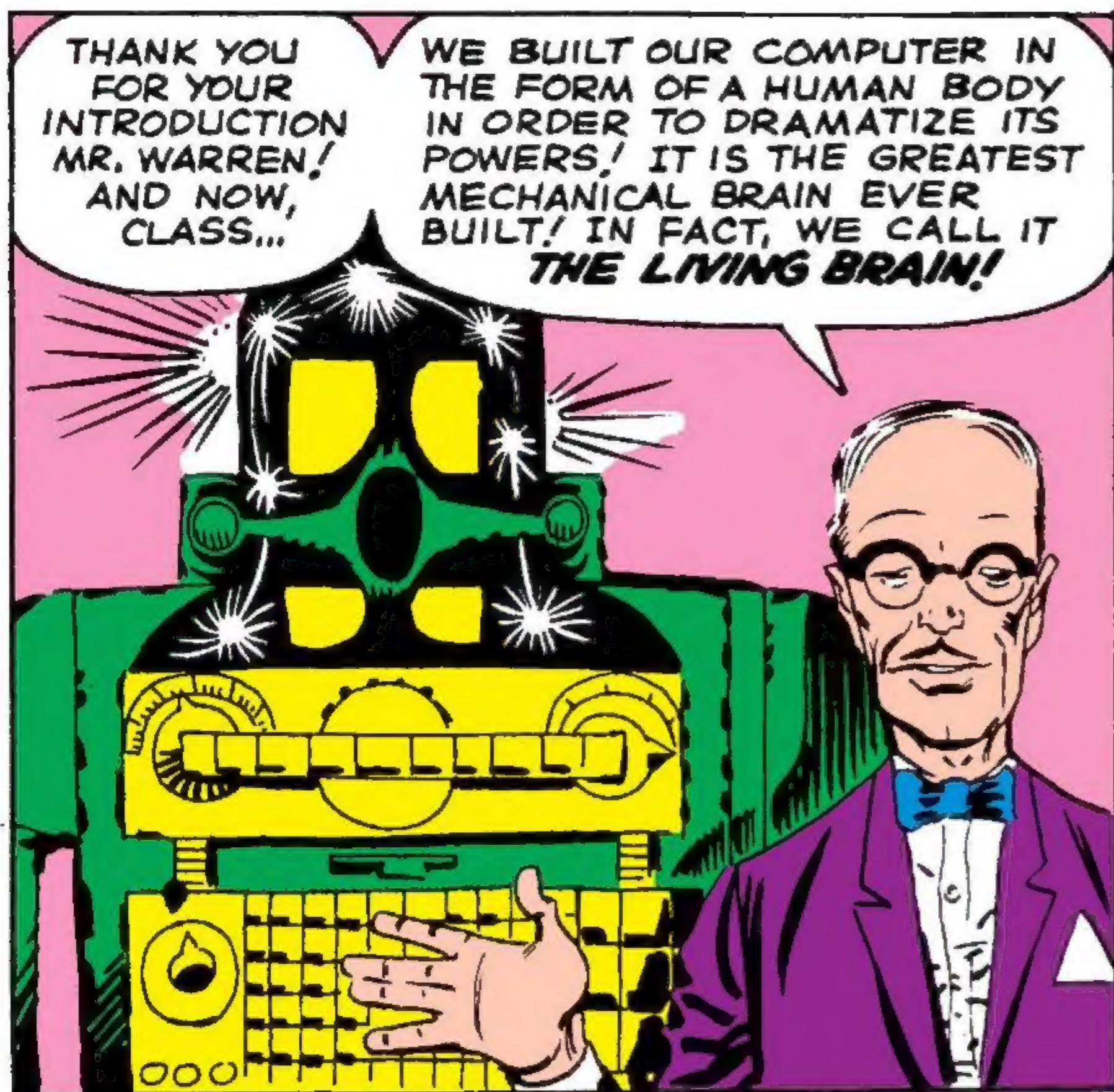


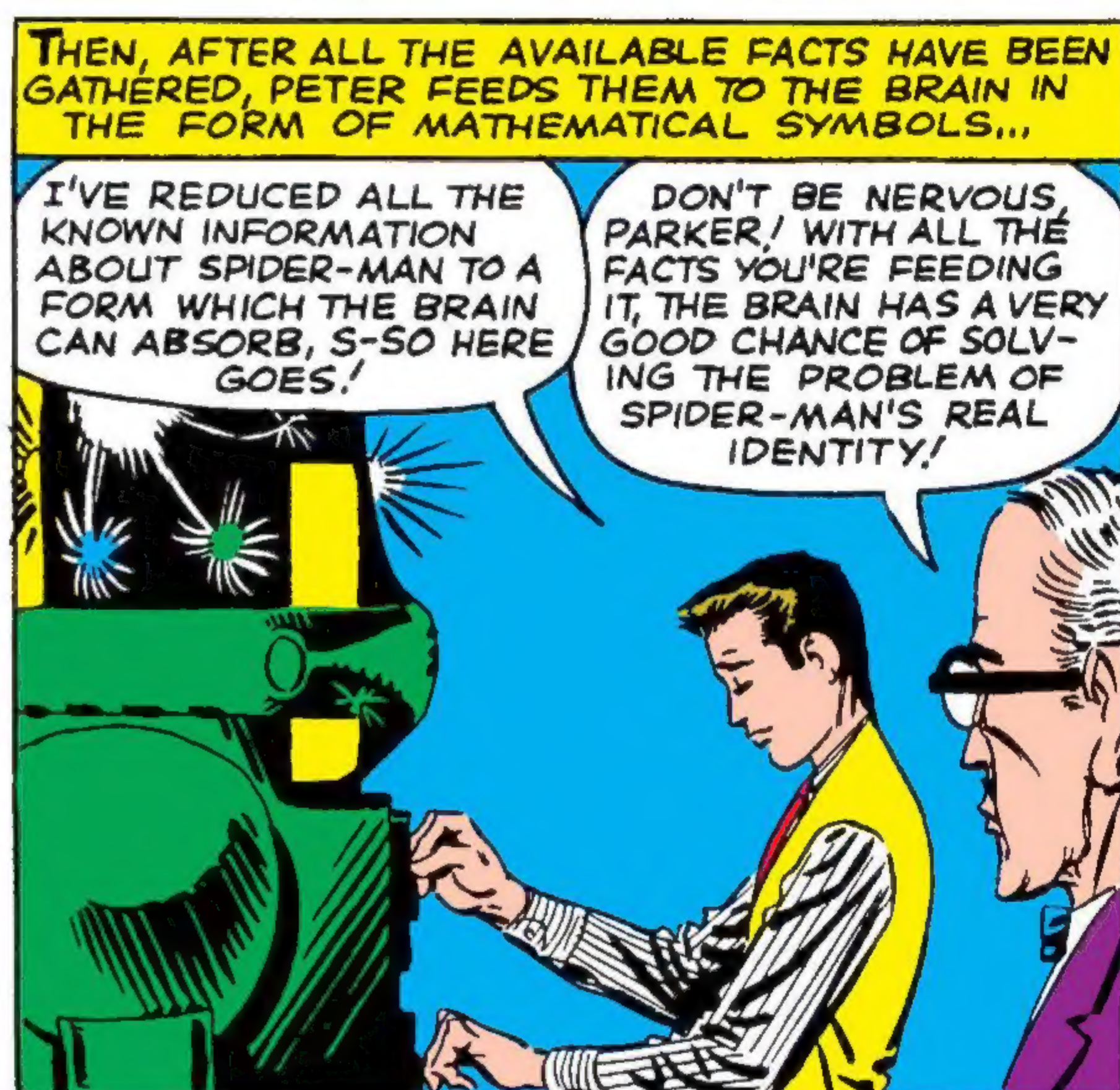
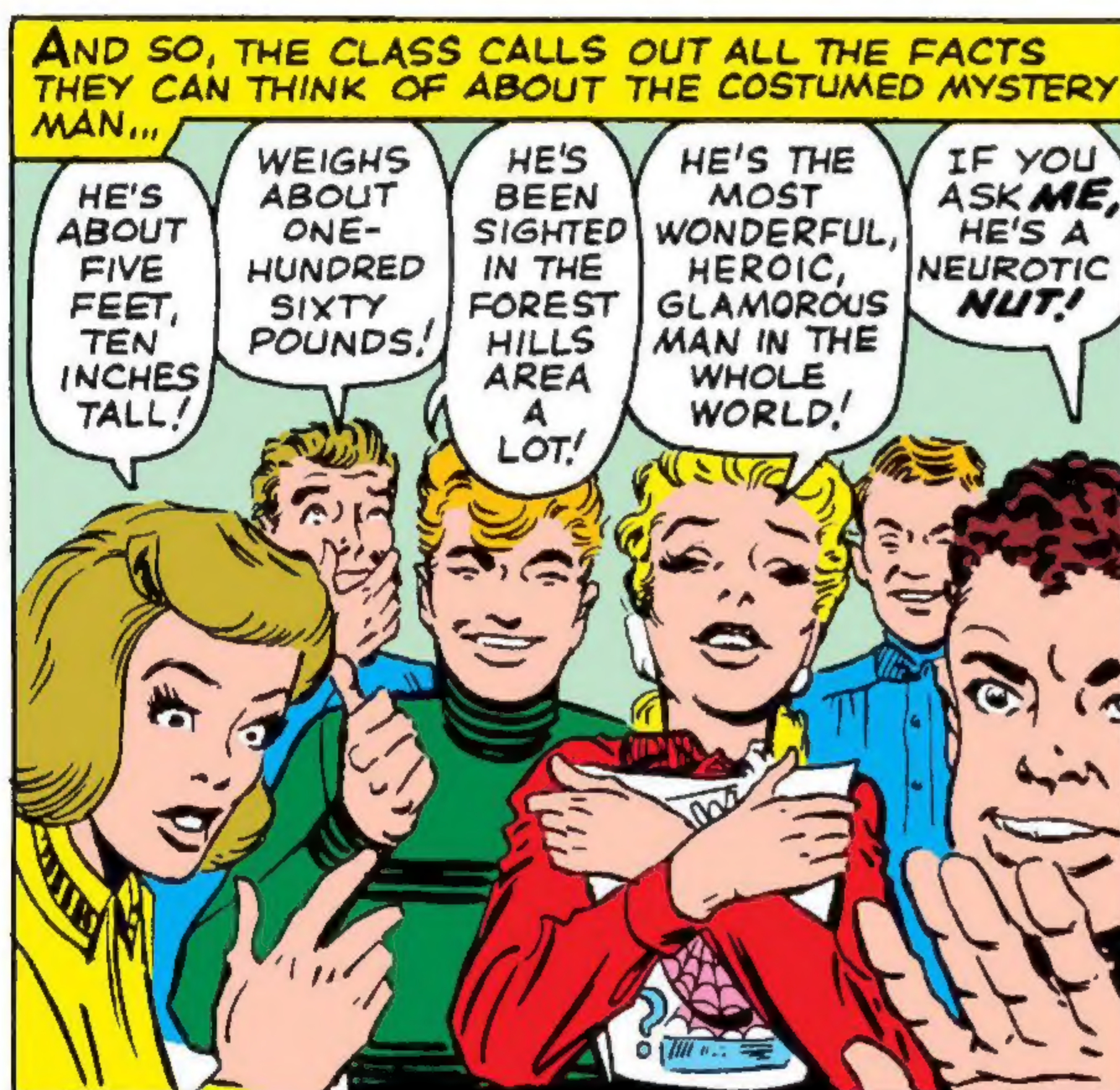
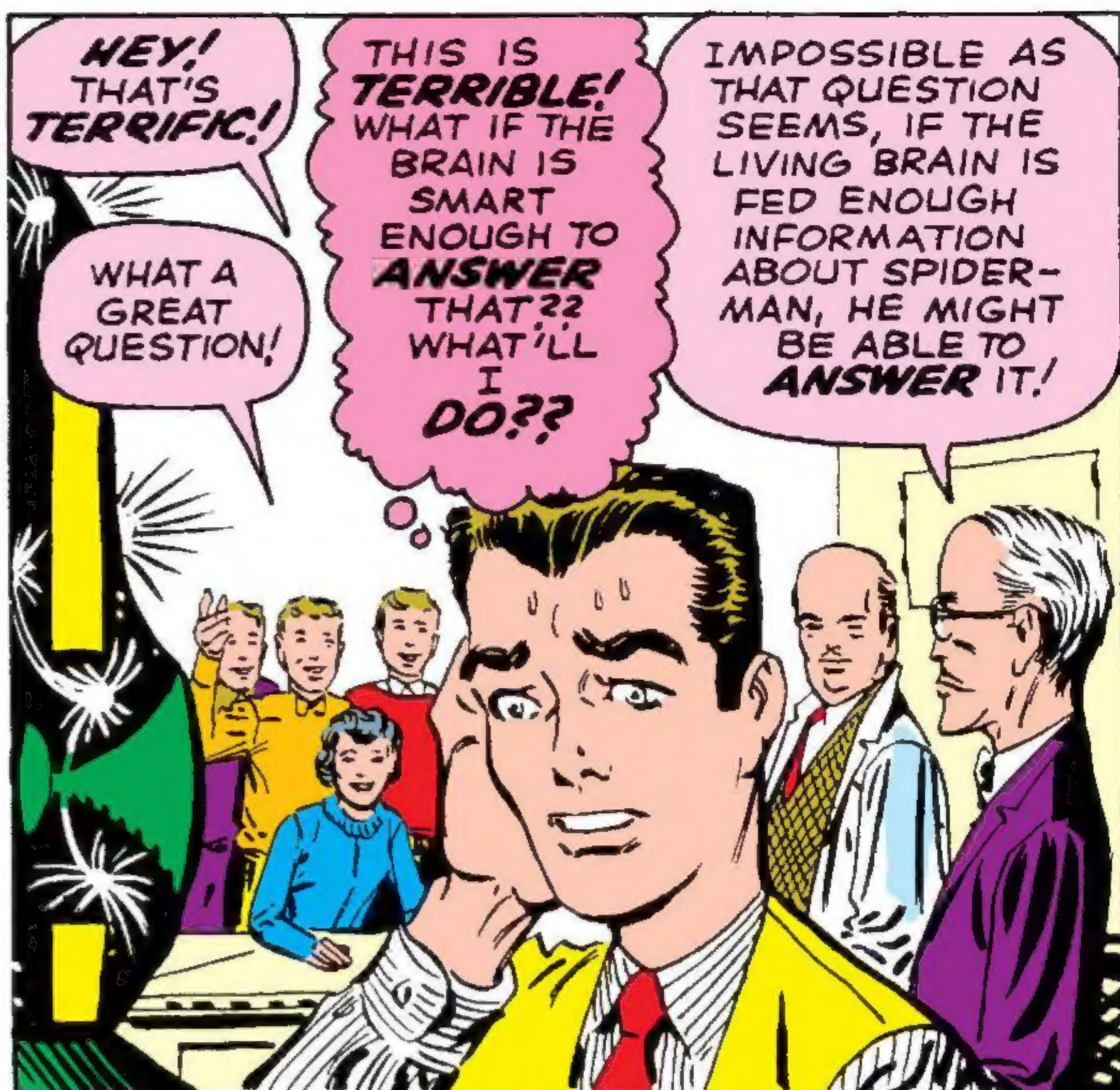
**HOW
WOULD YOU
LIKE TO...**

- **SEE PETE PARKER
FIGHT FLASH THOMPSON?**
- **SEE SPIDER-MAN FIGHT
A NON-HUMAN MENACE?**
- **SEE A TALE OF SHEER
FANTASY, SO REAL
YOU'LL FEEL IT'S
HAPPENING TO YOU!**

**YOU'D LIKE IT?
OKAY, YOU'VE GOT IT!
START READING...**









AS YOU KNOW, THE ANSWER IS GIVEN IN THE FORM OF MATHEMATICAL CODE SYMBOLS! IT WILL BE UP TO YOU TO **TRANSLATE** THEM OVERNIGHT, PARKER!

"WHEW" GOOD! AT LEAST THAT'LL GIVE ME TIME TO TRY TO THINK OF SOMETHING!



MEANTIME, THE TWO ATTENDANTS ARE MAKING PLANS OF THEIR OWN...

THEN IT'S A **DEAL**? IT'S A FIRST CHANCE! WE GET WE **STEAL** THE BRAIN!

WE'LL MAKE A **FORTUNE** OUT OF IT AND SKIP TO SOME OTHER COUNTRY!



AND, AT THAT MOMENT...

LET **ME** HAVE THAT PAPER, PARKER! YOU'RE TOO **WEAK** TO TAKE CARE OF SOMETHING SO VALUABLE! I'LL DECODE IT!

GET YOUR GRUBBY HANDS OFF THIS, THOMPSON! YOU COULDN'T DECODE YOUR OWN **NAME** UNLESS SOMEONE SPOelled IT OUT FOR YOU!



YOU **HEARD** ME, BIRDBRAIN! GIVE ME THAT PAPER!

WELL, WELL! SO THE WORM **URNS**, EH? AND IN **YOUR** CASE, I **DO** MEAN "WORM"!



ALL RIGHT, YOU TWO! BREAK IT UP-- AND I MEAN RIGHT **NOW**!

YES, SIR!

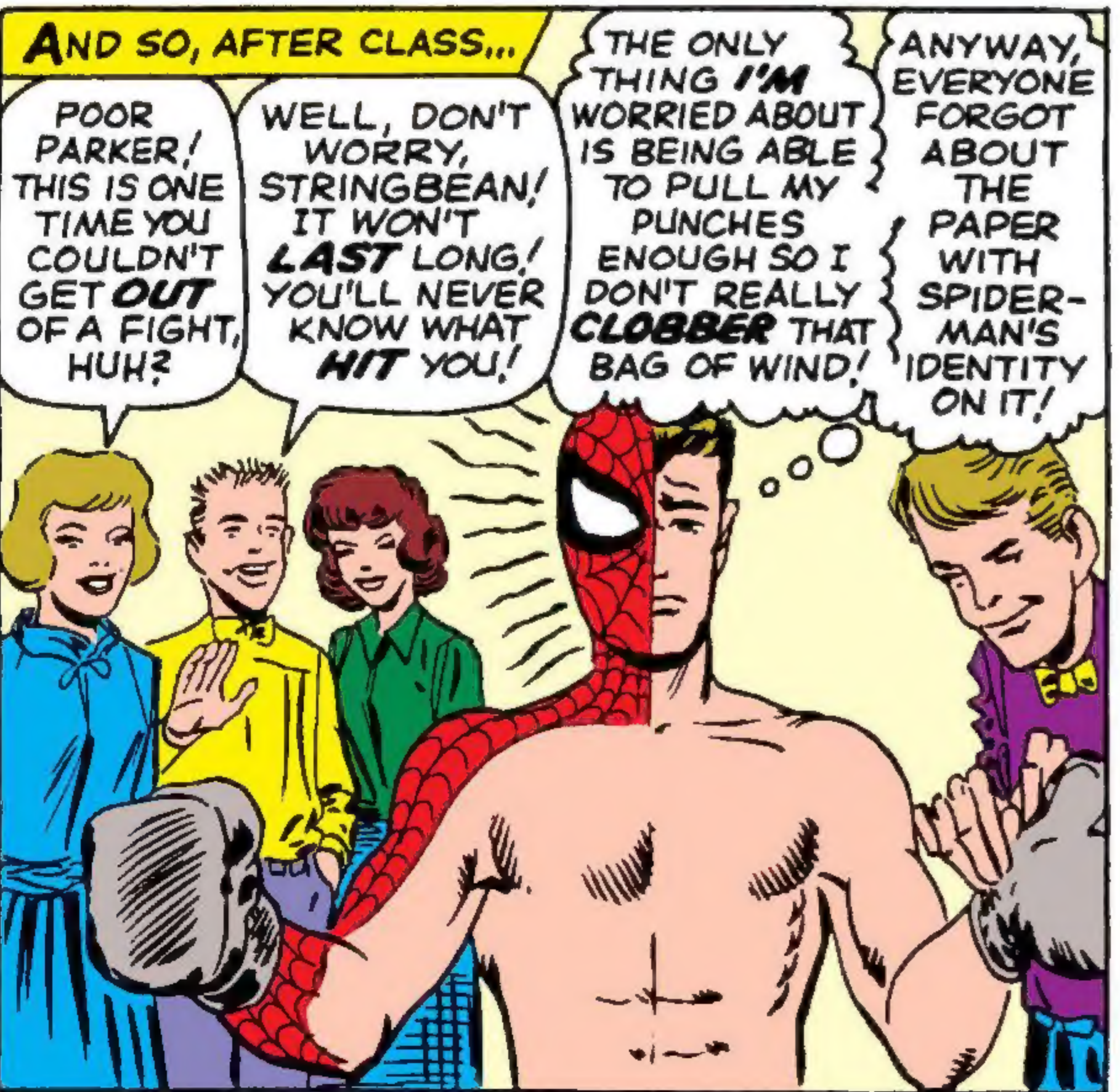
SORRY, MISTER WARREN!



I'VE HAD MY EYE ON YOU TWO FOR A WHILE NOW! IF YOU BOTH ARE SUCH ENEMIES, I SUGGEST YOU **SETTLE** YOUR FEUD ONCE AND FOR ALL-- IN THE **GYM**!

IT'S A **DEAL**!

SUITS ME JUST FINE!



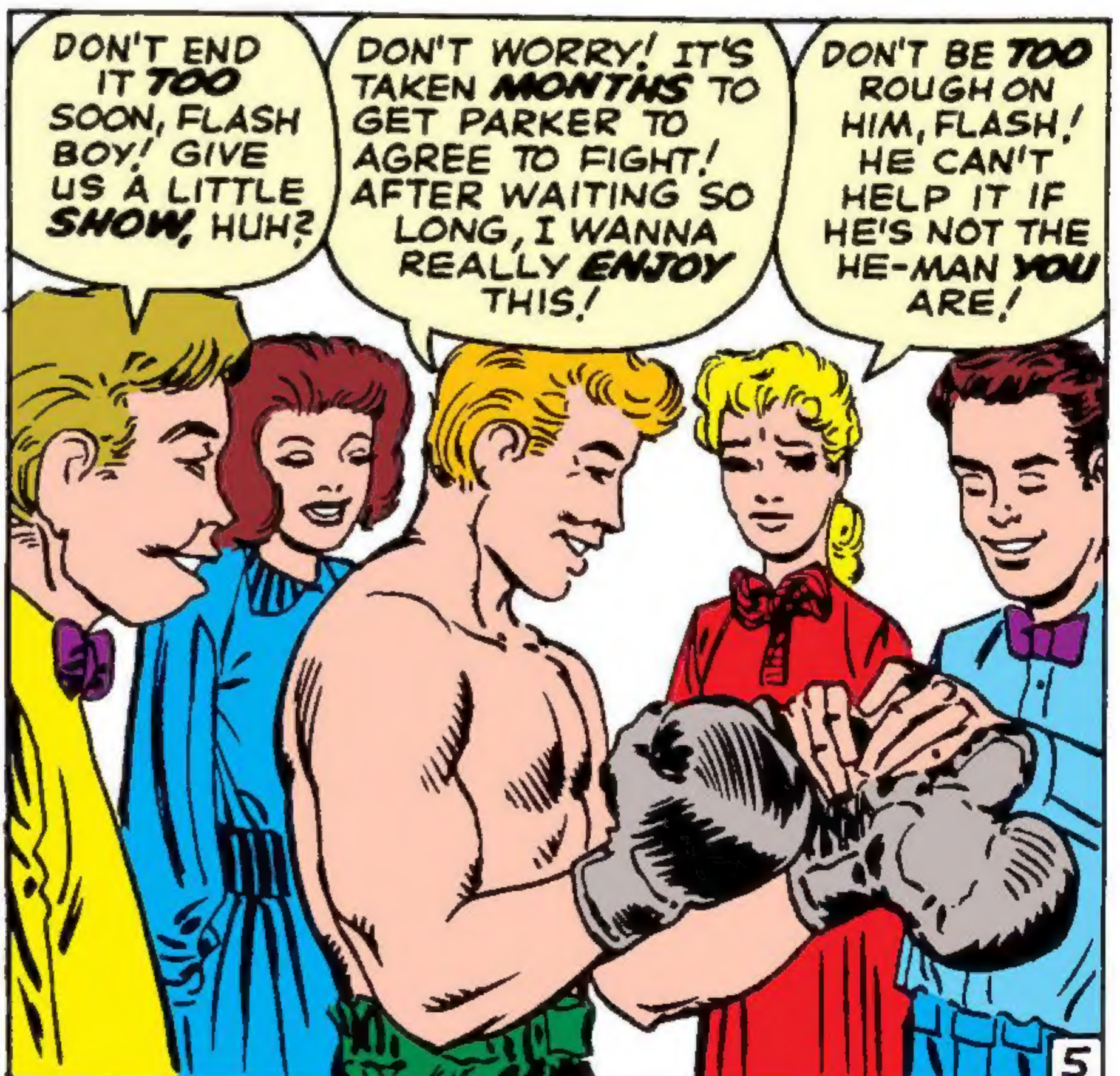
AND SO, AFTER CLASS...

POOR PARKER! THIS IS ONE TIME YOU COULDN'T GET **OUT** OF A FIGHT, HUH?

WELL, DON'T WORRY, STRINGBEAN! IT WON'T **LAST** LONG! YOU'LL NEVER KNOW WHAT **HIT** YOU!

THE ONLY THING I'M WORRIED ABOUT IS BEING ABLE TO PULL MY PUNCHES ENOUGH SO I DON'T REALLY **CLOBBER** THAT BAG OF WIND!

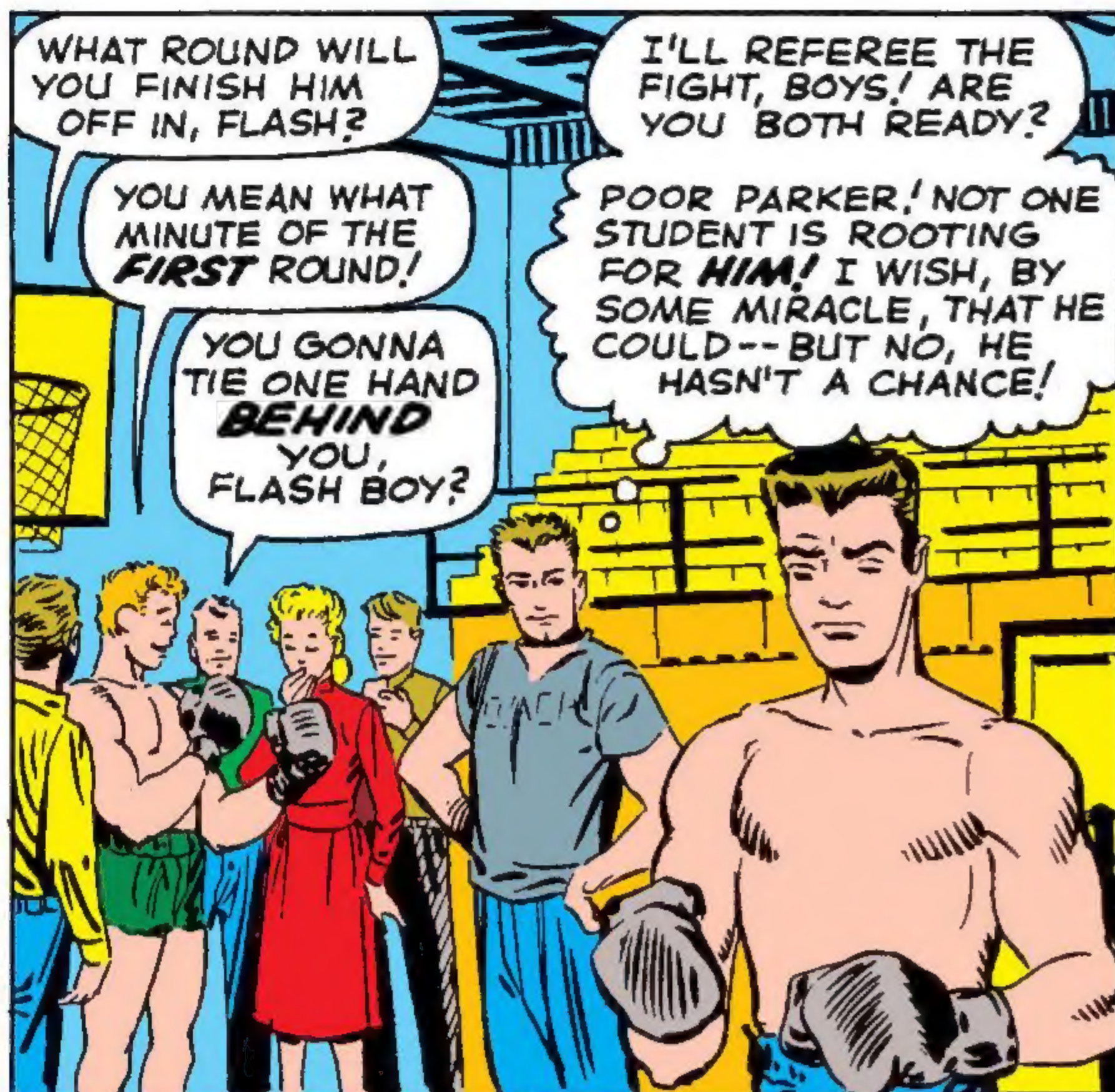
ANYWAY, EVERYONE FORGOT ABOUT THE PAPER WITH SPIDER-MAN'S IDENTITY ON IT!



DON'T END IT **TOO** SOON, FLASH BOY! GIVE US A LITTLE **SHOW**, HUH?

DON'T WORRY! IT'S TAKEN **MONTHS** TO GET PARKER TO AGREE TO FIGHT! AFTER WAITING SO LONG, I WANNA REALLY **ENJOY** THIS!

DON'T BE **TOO** ROUGH ON HIM, FLASH! HE CAN'T HELP IT IF HE'S NOT THE HE-MAN YOU ARE!



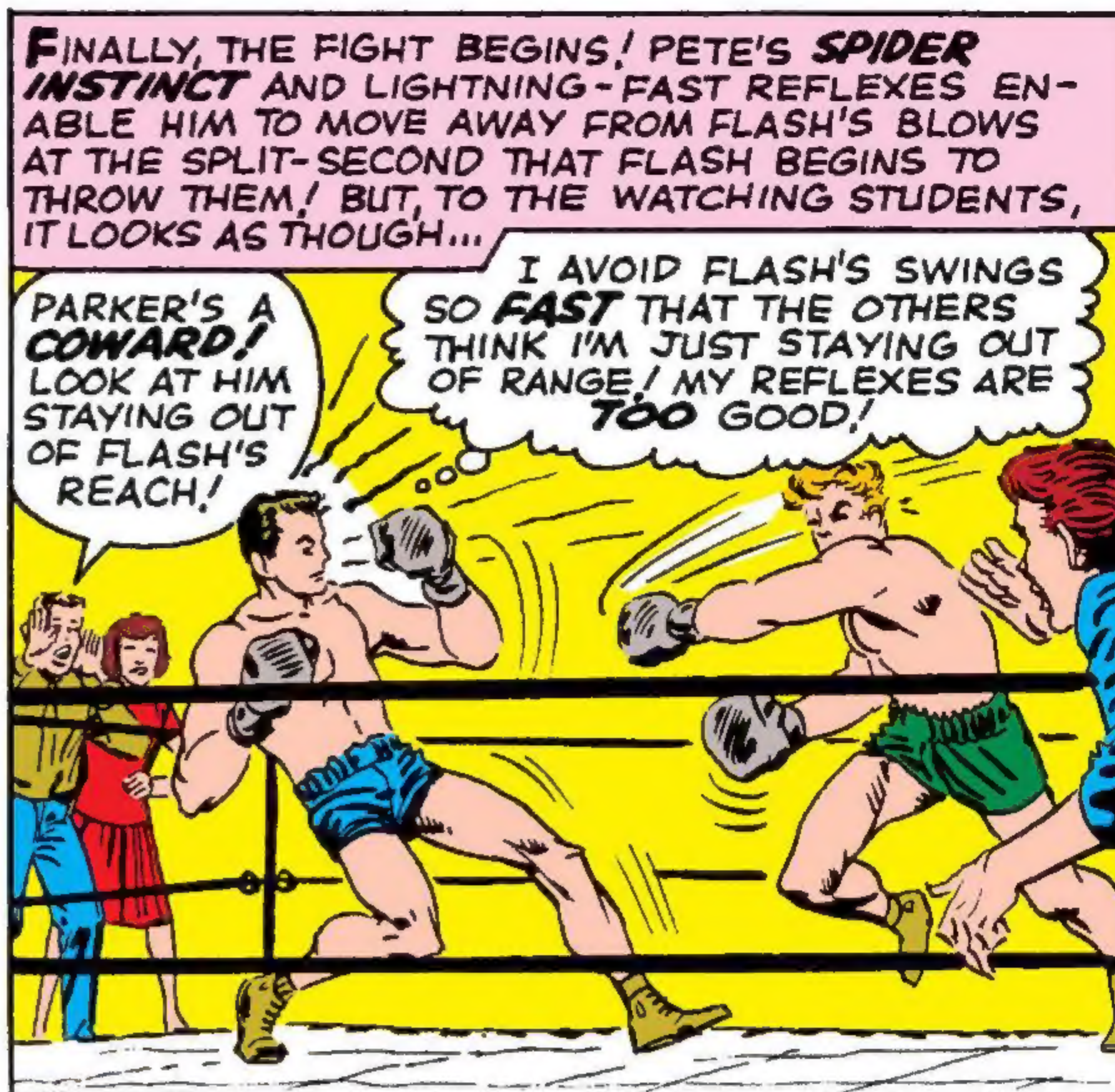
WHAT ROUND WILL YOU FINISH HIM OFF IN, FLASH?

YOU MEAN WHAT MINUTE OF THE **FIRST** ROUND!

YOU GONNA TIE ONE HAND **BEHIND** YOU, FLASH BOY?

I'LL REFEREE THE FIGHT, BOYS! ARE YOU BOTH READY?

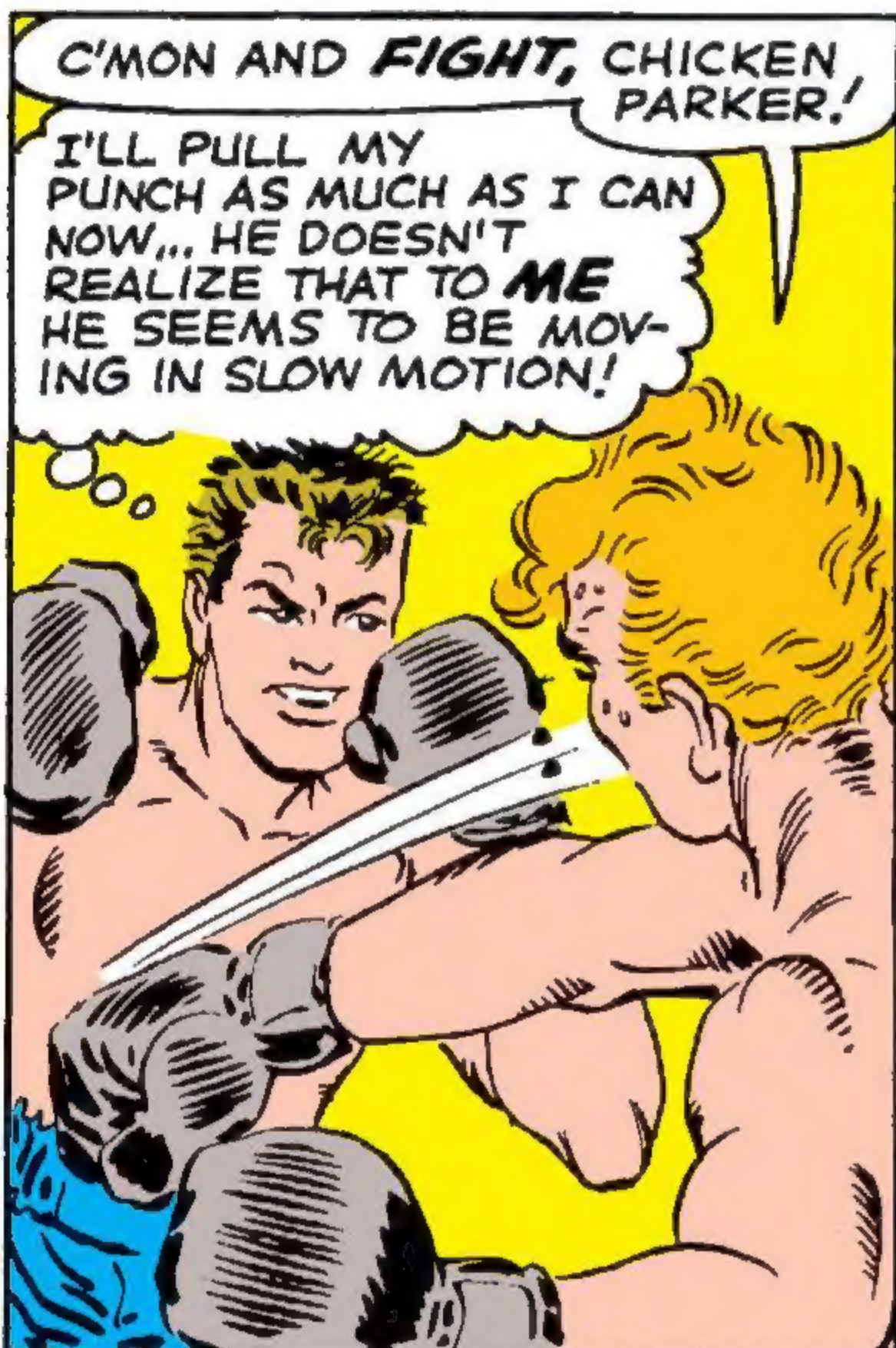
POOR PARKER! NOT ONE STUDENT IS ROOTING FOR **HIM**! I WISH, BY SOME MIRACLE, THAT HE COULD-- BUT NO, HE HASN'T A CHANCE!



PARKER'S A **COWARD**! LOOK AT HIM STAYING OUT OF FLASH'S REACH!

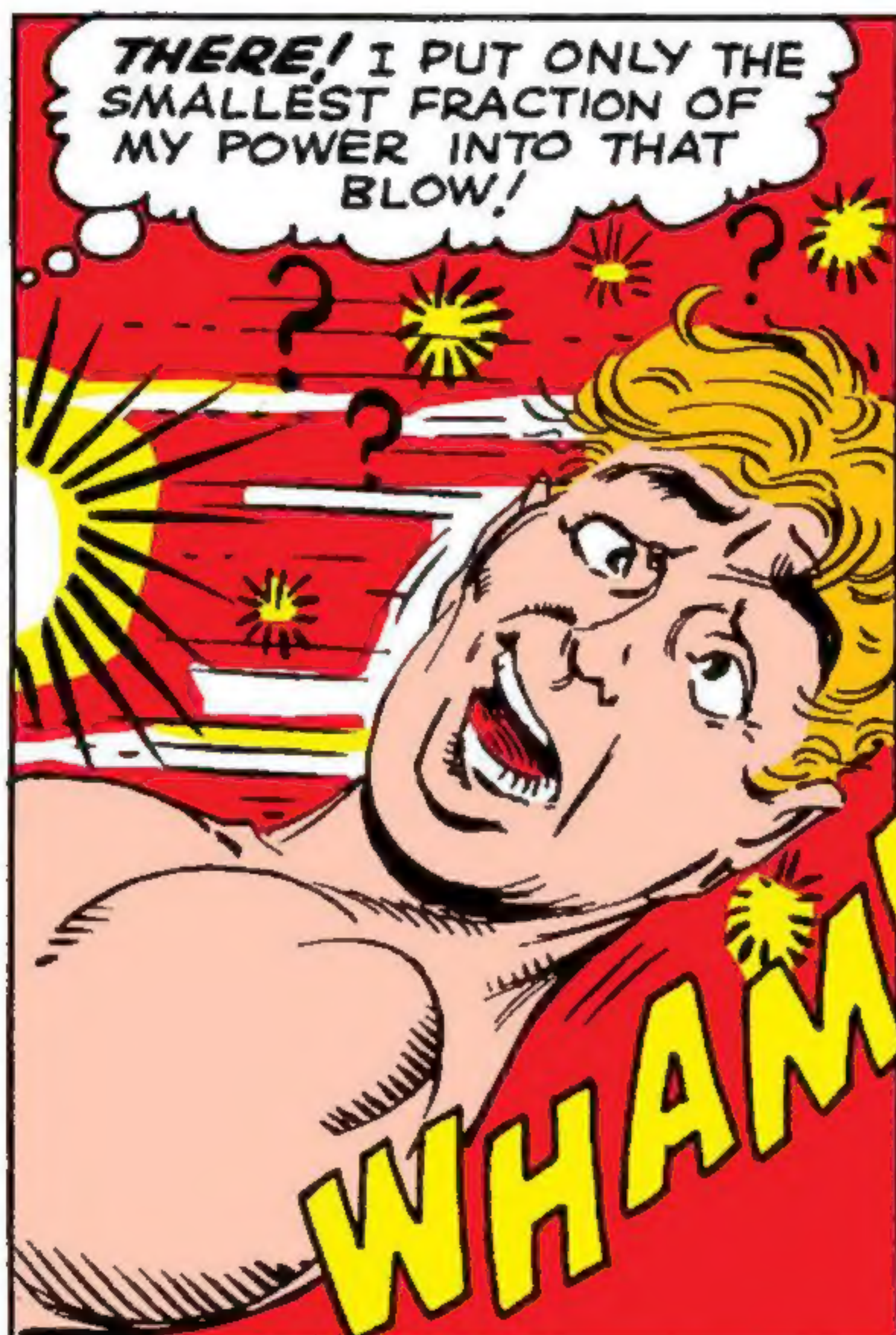
I AVOID FLASH'S SWINGS SO **FAST** THAT THE OTHERS THINK I'M JUST STAYING OUT OF RANGE! MY REFLEXES ARE **TOO GOOD**!

FINALLY, THE FIGHT BEGINS! PETE'S **SPIDER INSTINCT** AND LIGHTNING-FAST REFLEXES ENABLE HIM TO MOVE AWAY FROM FLASH'S BLOWS AT THE SPLIT-SECOND THAT FLASH BEGINS TO THROW THEM! BUT, TO THE WATCHING STUDENTS, IT LOOKS AS THOUGH...



C'MON AND **FIGHT**, CHICKEN PARKER!

I'LL PULL MY PUNCH AS MUCH AS I CAN NOW... HE DOESN'T REALIZE THAT TO **ME** HE SEEMS TO BE MOVING IN SLOW MOTION!



THERE! I PUT ONLY THE SMALLEST FRACTION OF MY POWER INTO THAT BLOW!

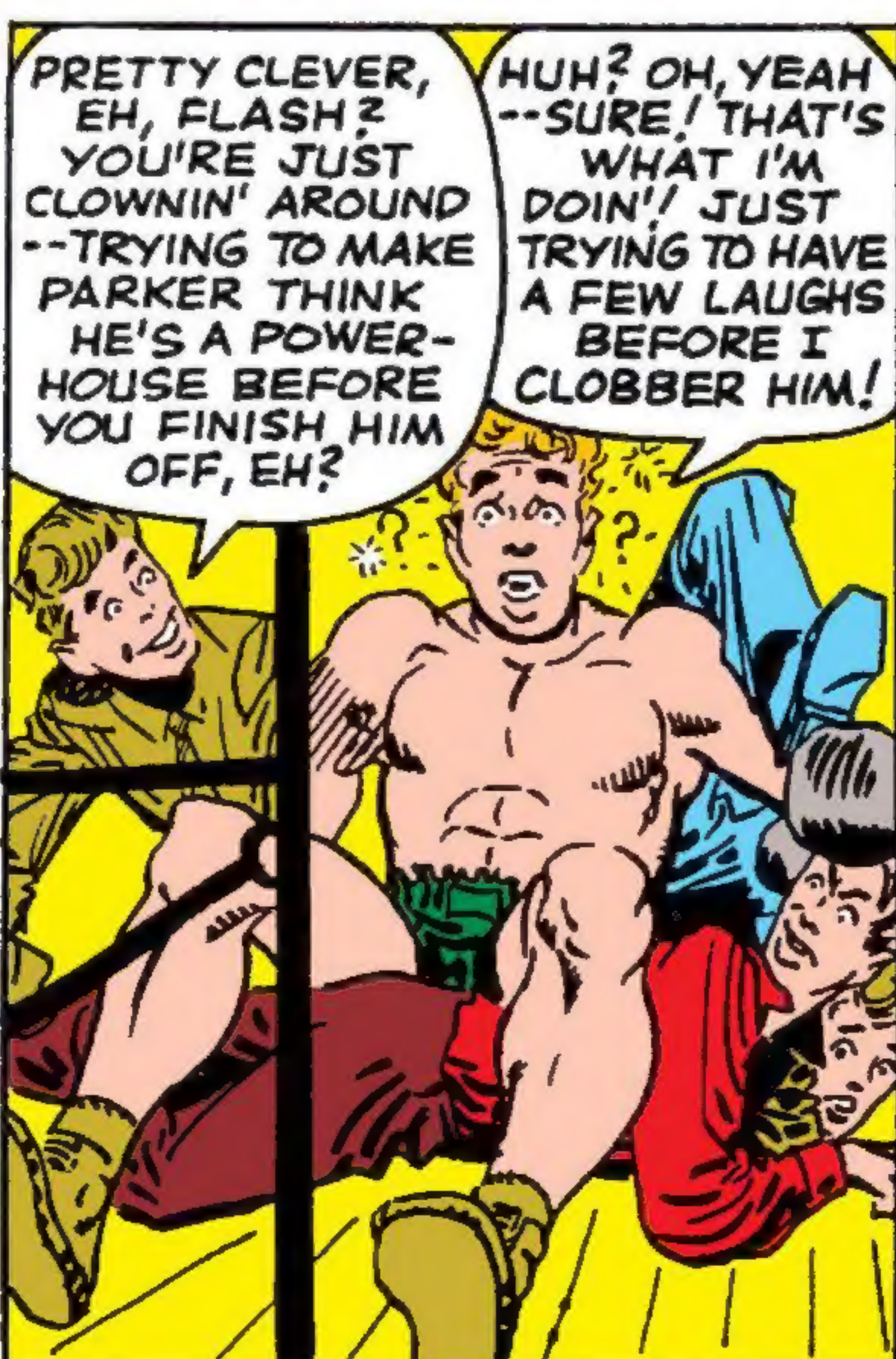


HOLY COW! DID YOU SEE **THAT???**

I'M NOT **SURE**! IT HAPPENED SO FAST, IT WAS LIKE A **BLUR** TO ME!



THIS IS WHAT I'VE ALWAYS **FEARED**! EVEN THOUGH I HIT HIM AS EASY AS I COULD, IT WAS **STILL** TOO HARD!



PRETTY CLEVER, EH, FLASH? YOU'RE JUST CLOWNIN' AROUND-- TRYING TO MAKE PARKER THINK HE'S A POWER-HOUSE BEFORE YOU FINISH HIM OFF, EH?

HUH? OH, YEAH --SURE! THAT'S WHAT I'M DOIN'! JUST TRYING TO HAVE A FEW LAUGHS BEFORE I CLOBBER HIM!



BUT, DESPITE HIS BRAVE WORDS, FLASH THOMPSON APPROACHES HIS FOE WITH FAR MORE CAUTION THAN BEFORE...

IT MUSTA JUST BEEN A LUCKY PUNCH! B-BUT HOW DID HE KNOCK ME CLEAN THROUGH THE ROPES???

IT ALL HAPPENED SO FAST-- I PROBABLY TRIPPED! SURE, THAT MUST BE IT! I JUST **TRIPPED** OVER THE ROPES!

MEANWHILE, ON THE FLOOR ABOVE, WE FIND THE TWO TECHNICIANS ALONE WITH THE GIANT COMPUTING MACHINE...

NOW'S OUR CHANCE TO TAKE THIS MEAL TICKET AND CUT OUT OF HERE!

RIGHT! 'MOST EVERYBODY'S DOWN IN THE GYM, WATCHING THE FIGHT!

BUT THERE IS **ONE** MAN WHO IS **NOT** WATCHING THE FIGHT...

WAIT! WHERE ARE YOU TWO GOING WITH THE BRAIN??!

IT'S **PETTY!** WE'VE GOT TO SHUT HIM UP, FAST!

THERE! BY THE TIME HE WAKES UP, WE'LL BE GONE!

HEY-- LOOK OUT! YOU MADE ME BUMP INTO THE BRAIN'S CONTROL PANEL!

OH NO! I MUST HAVE **SHORT-CIRCUITED** IT! LOOK-- IT'S MOVING BY **ITSELF!** IT-IT NEVER DID **THAT** BEFORE!

IT'S COMING TOWARDS US --AS THOUGH IT WANTS TO **HARM** US! H-HOW DO WE **STOP** IT?

WE CAN'T STOP IT! CAN'T GET **NEAR** IT WHILE ITS ARMS ARE SWINGIN' THAT WAY!

ANYTHING CAN HAPPEN NOW! LET'S GET **OUT** OF HERE-- WHILE WE **CAN!**

IT KEEPS BLOCKING THE EXITS! I'D SWEAR IT DOESN'T **WANT** US TO LEAVE!

WITH ITS STRENGTH, AND ITS INTELLIGENCE, **NOTHING** CAN STOP IT IF IT'S ON A RAMPAGE!

BUT SUDDENLY, THE LIVING BRAIN TAKES A RANDOM TURN, AND...

LOOK! IT-IT'S THE GIANT COMPUTING MACHINE!

BUT NOBODY'S **CONTROLLING** IT!

IT'S RUNNING **WILD!** STAY CLEAR OF THOSE SWINGING ARMS!

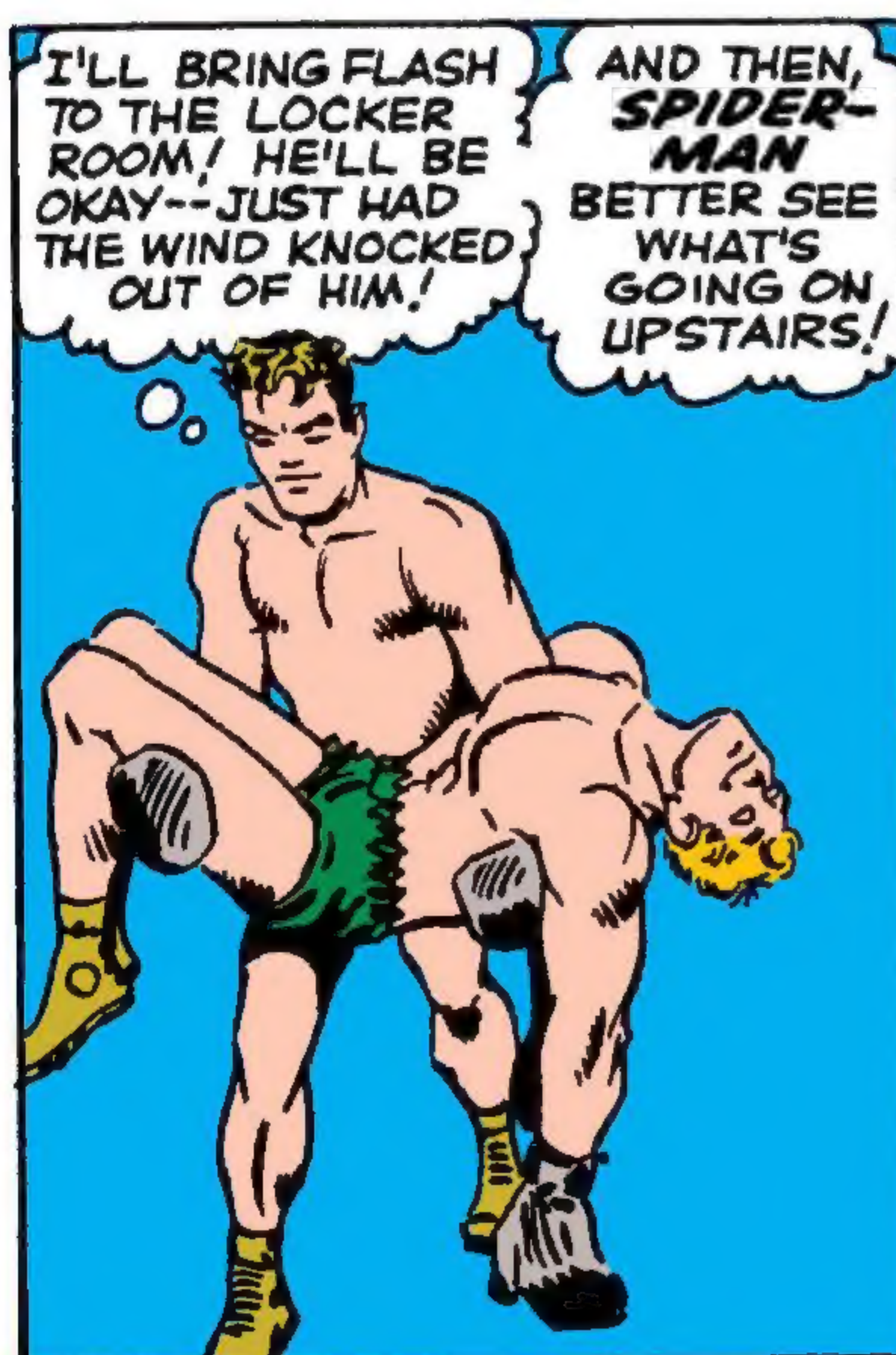
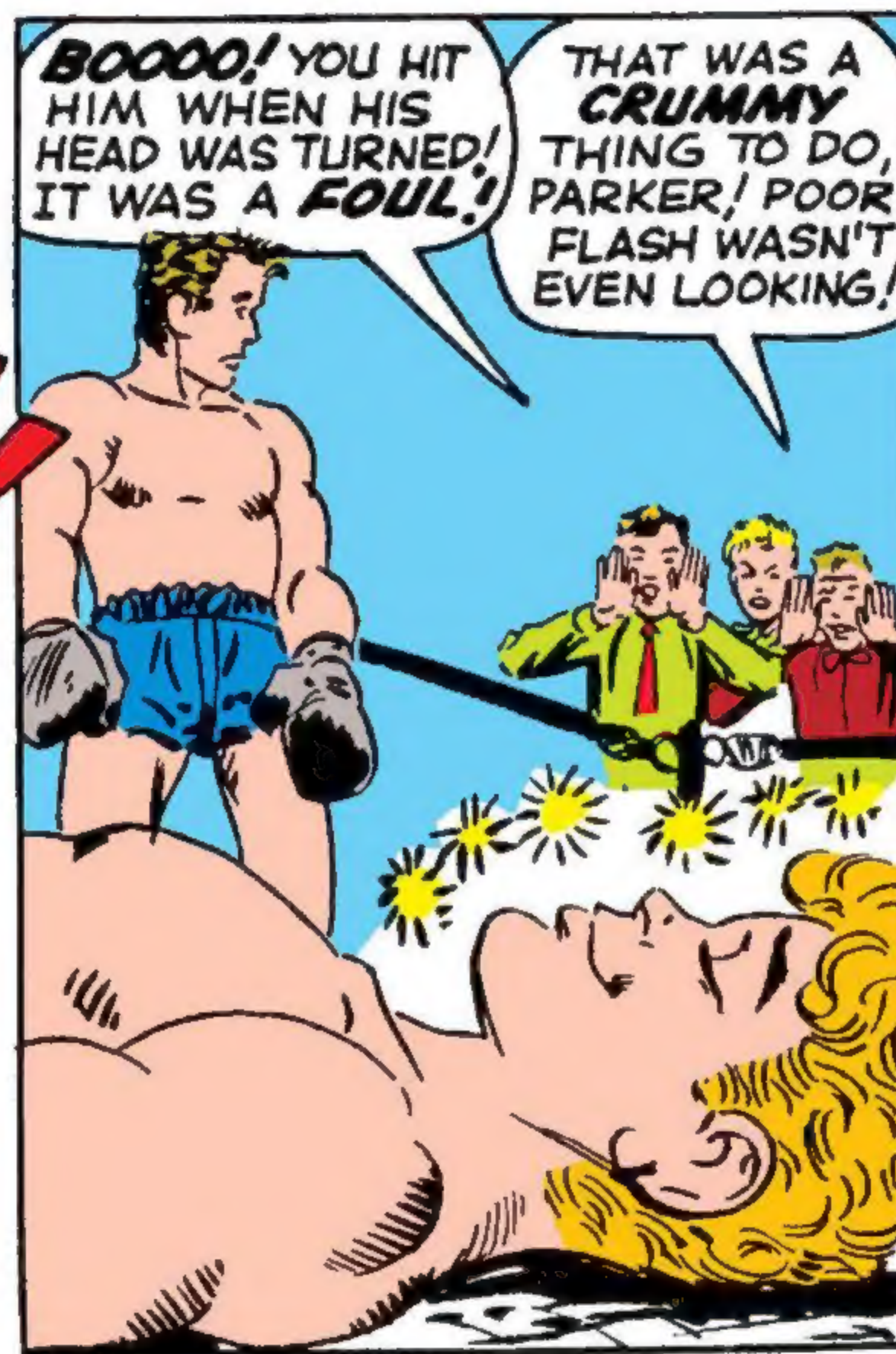
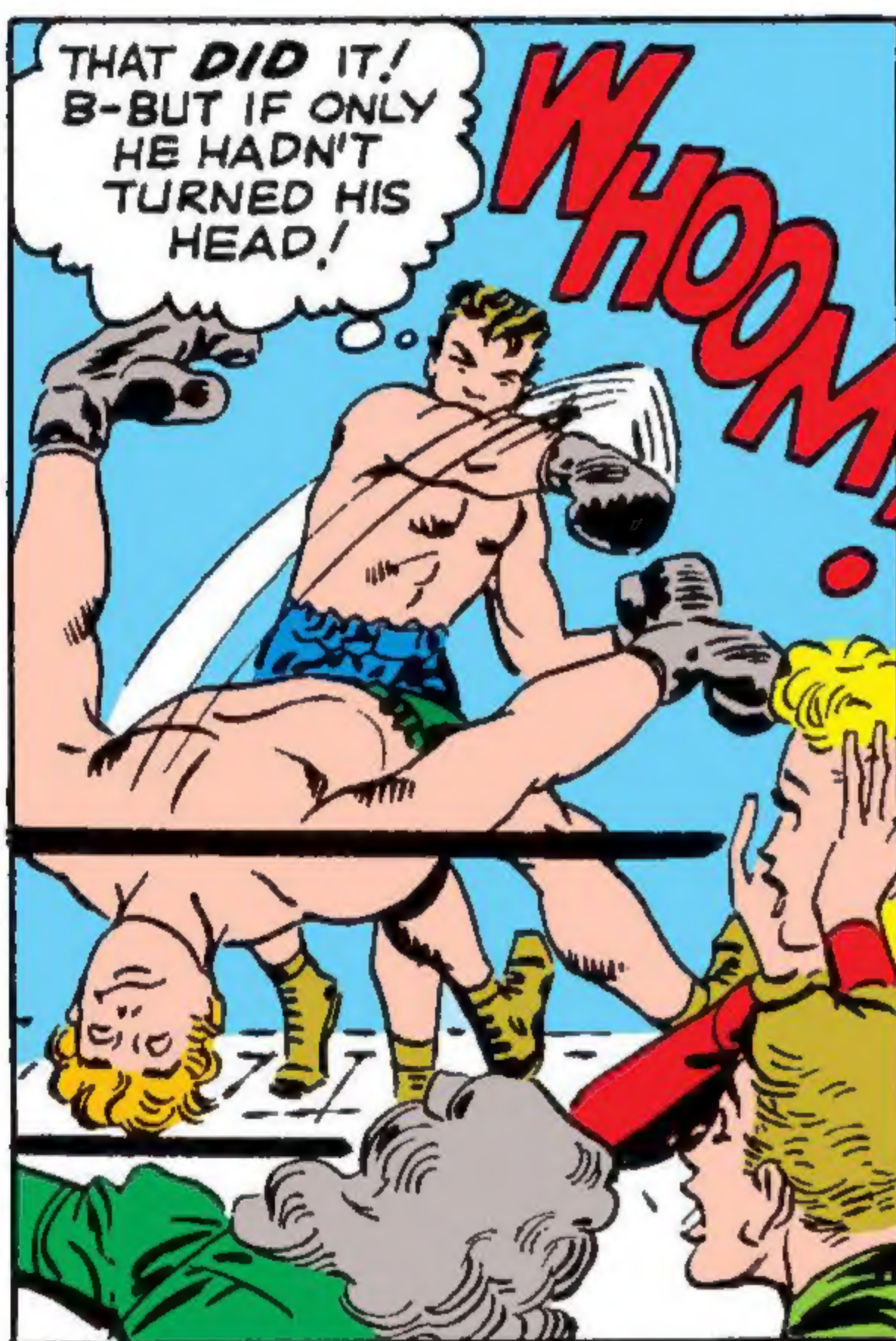
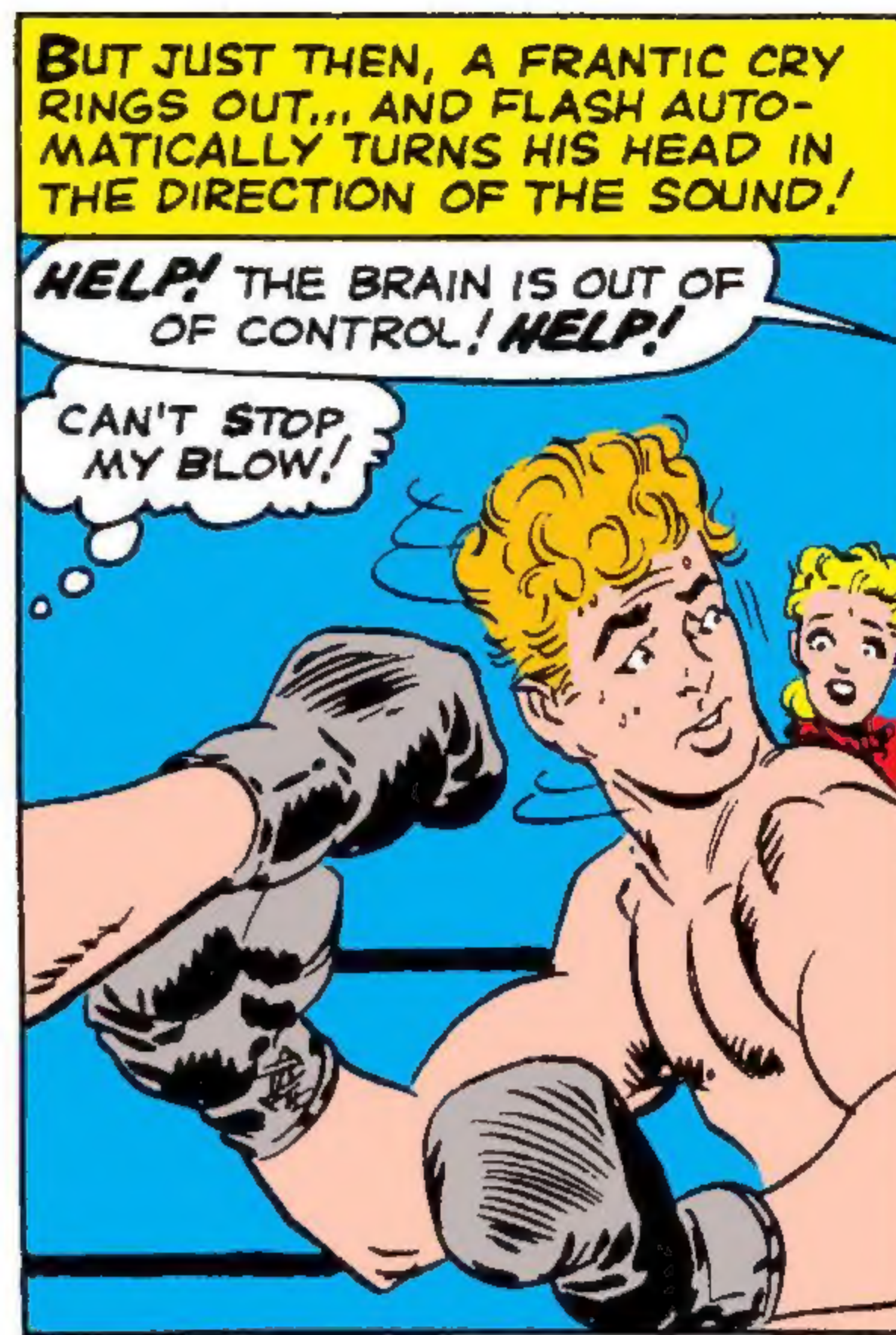
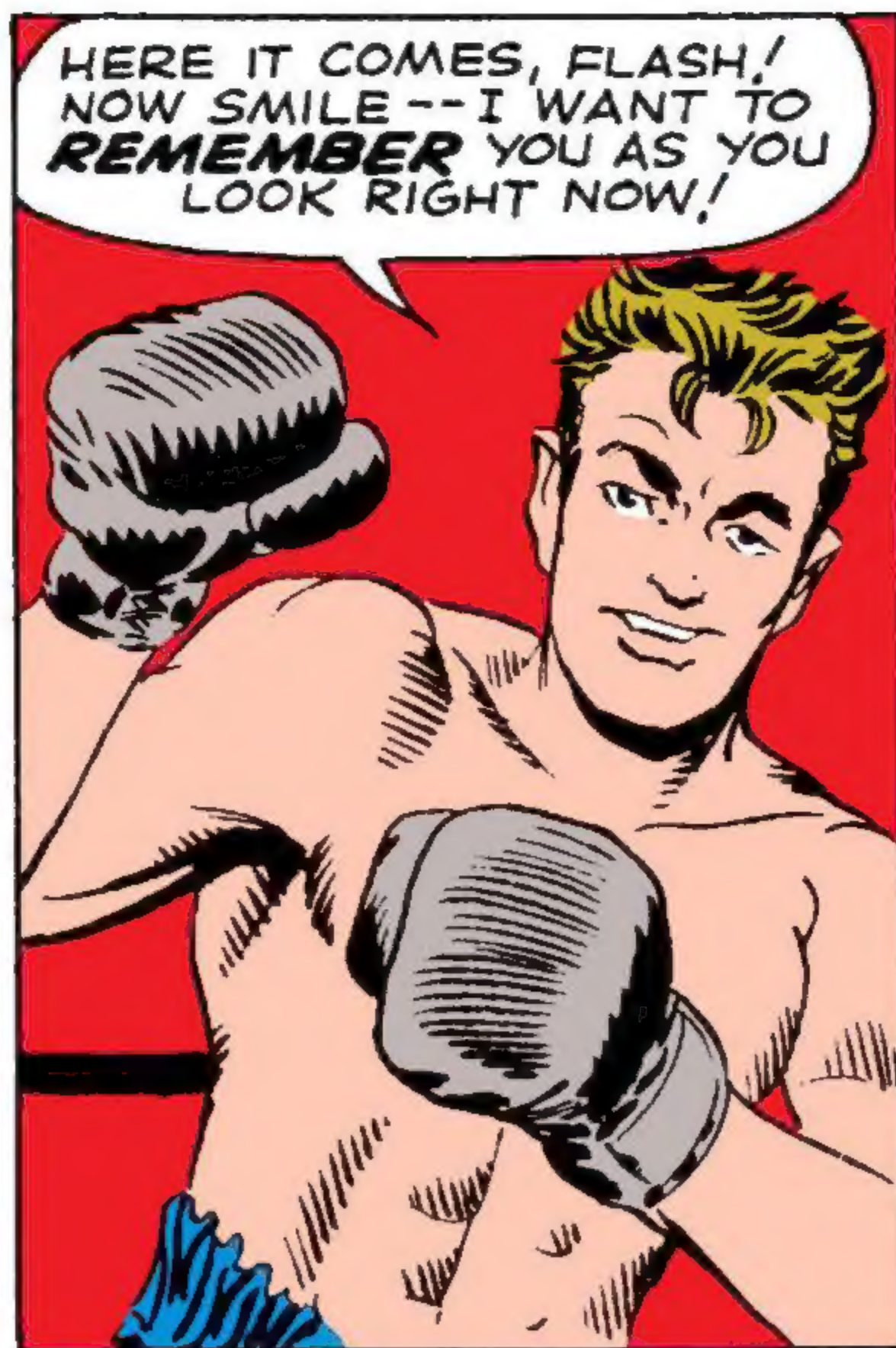
WHILE IN THE GYM BELOW, THE FIGHT GOES ON...

COME ON, FLASH BOY! YOU'VE CARRIED HIM LONG ENOUGH! GIVE 'IM THE OL' ONE-TWO NOW!

NAW, LET ME PRO-LONG THE AGONY A LITTLE LONGER!

I'M **TRYING** TO FINISH HIM OFF, BUT I **CAN'T!** I DON'T GET IT! HE DODGES EVERY PUNCH WITHOUT EVEN **TRYIN'!**

OKAY, LOUD MOUTH! THE FUN'S OVER! NOW YOU'RE GONNA LEARN A LESSON YOU'LL NEVER FORGET!

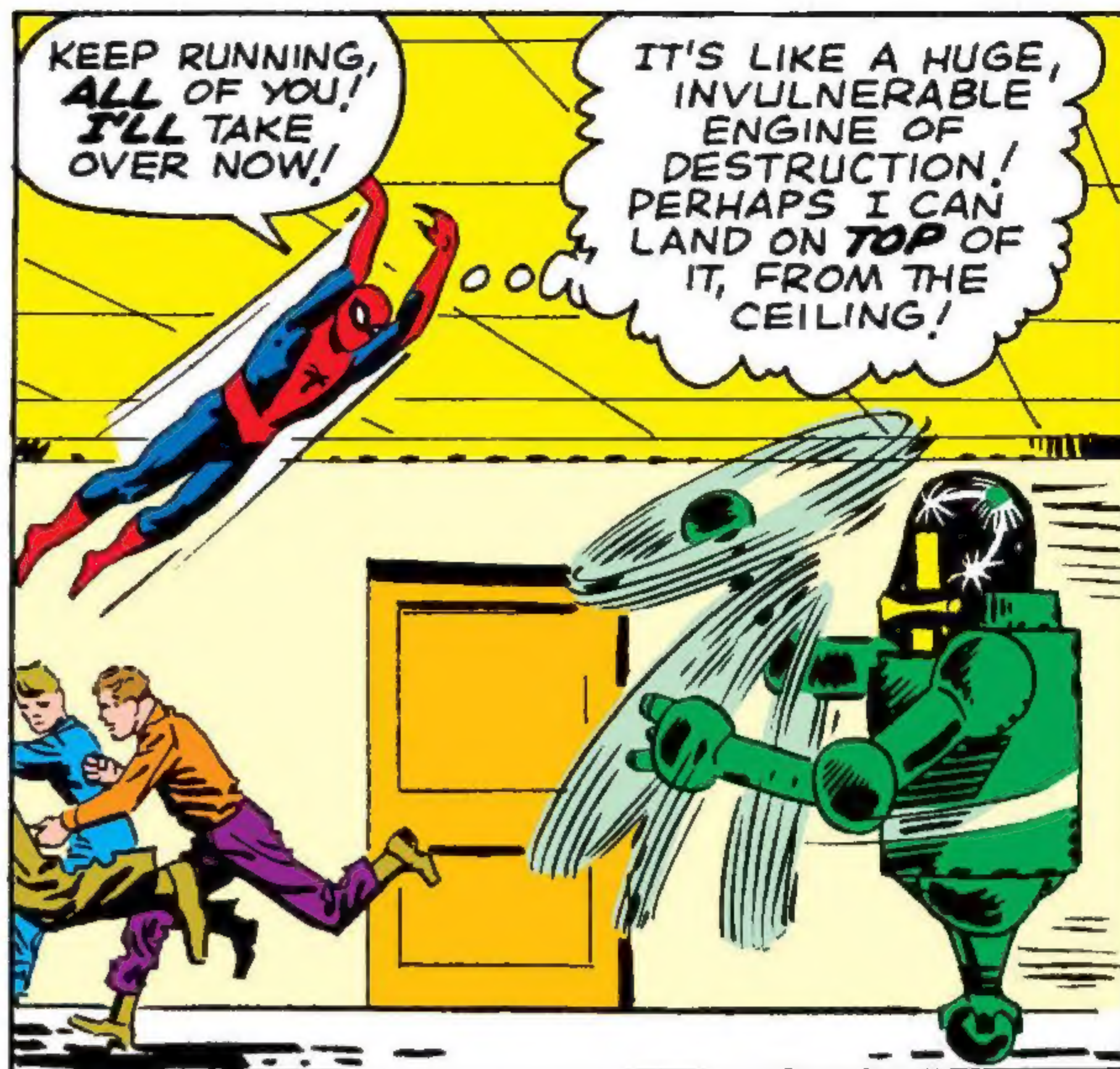




RUN!
RUN!
THE
BRAIN'S
GETTING
CLOSER!

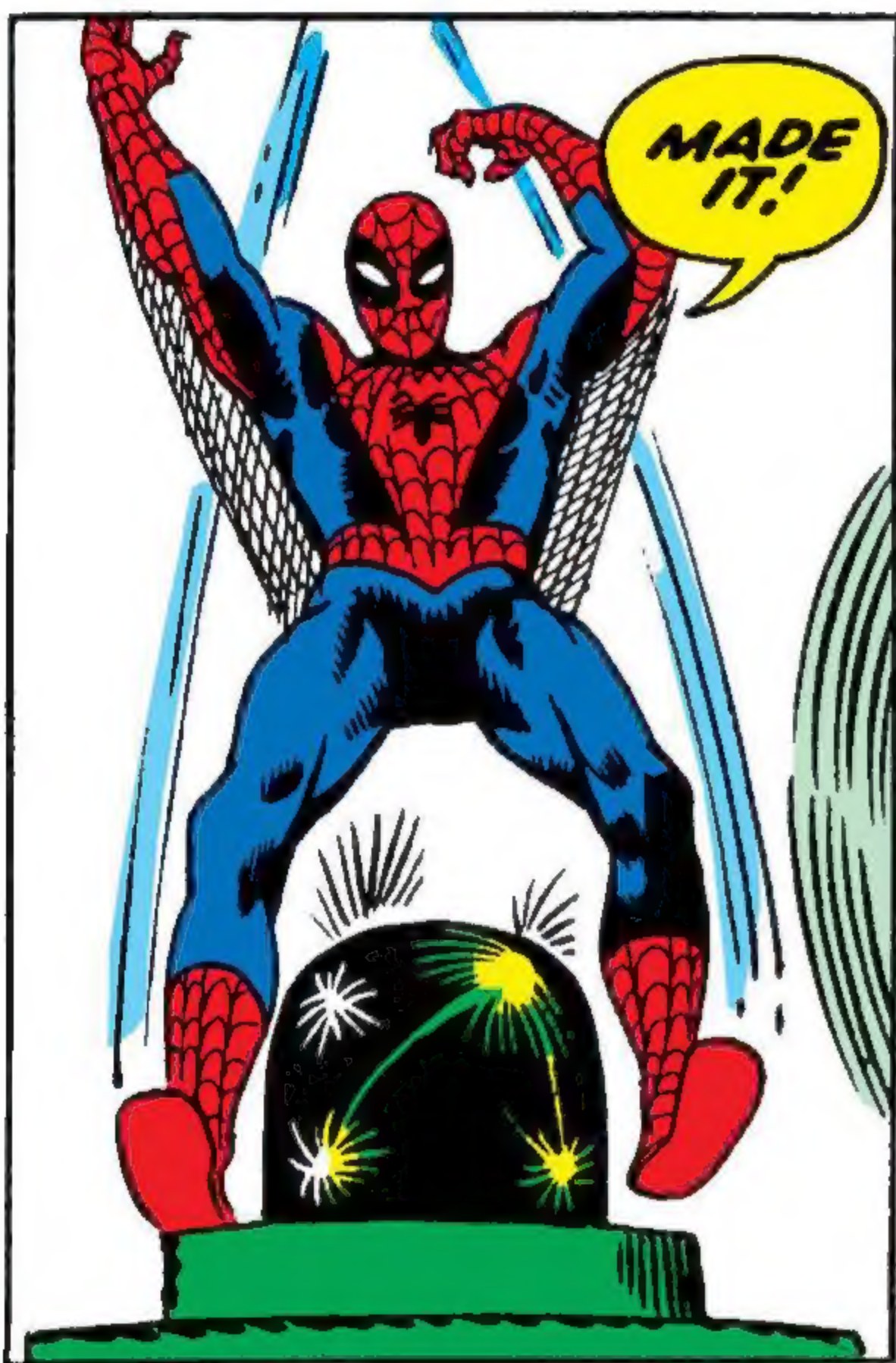
NOTHING CAN STOP
IT! IT'S TRYING TO
CATCH US **ALL**!

LOOK--
THERE'S
**SPIDER-
MAN!**
MAYBE
HE CAN
DO SOME-
THING!



KEEP RUNNING,
ALL OF YOU!
I'LL TAKE
OVER NOW!

IT'S LIKE A HUGE,
INVULNERABLE
ENGINE OF
DESTRUCTION!
PERHAPS I CAN
LAND ON **TOP** OF
IT, FROM THE
CEILING!



**MADE
IT!**



WHAP!

OWN! I
FORGOT
--THE
MACHINE
CAN
THINK, IN
ITS OWN
FASHION!
IT SWATTED
ME OFF
EASY AS
PIE!



SOMERSAULTING IN MID-AIR, THE
AGILE **SPIDER-MAN** REGAINS HIS
BALANCE AND LANDS LIGHTLY ON
HIS FEET AS THE RAMPAGING
MACHINE CONTINUES TO RUMBLE
DOWN THE HALL!

I'VE GOT TO GET
AHEAD OF IT AND WARN THE
OTHER KIDS TO RUN TO SAFETY!



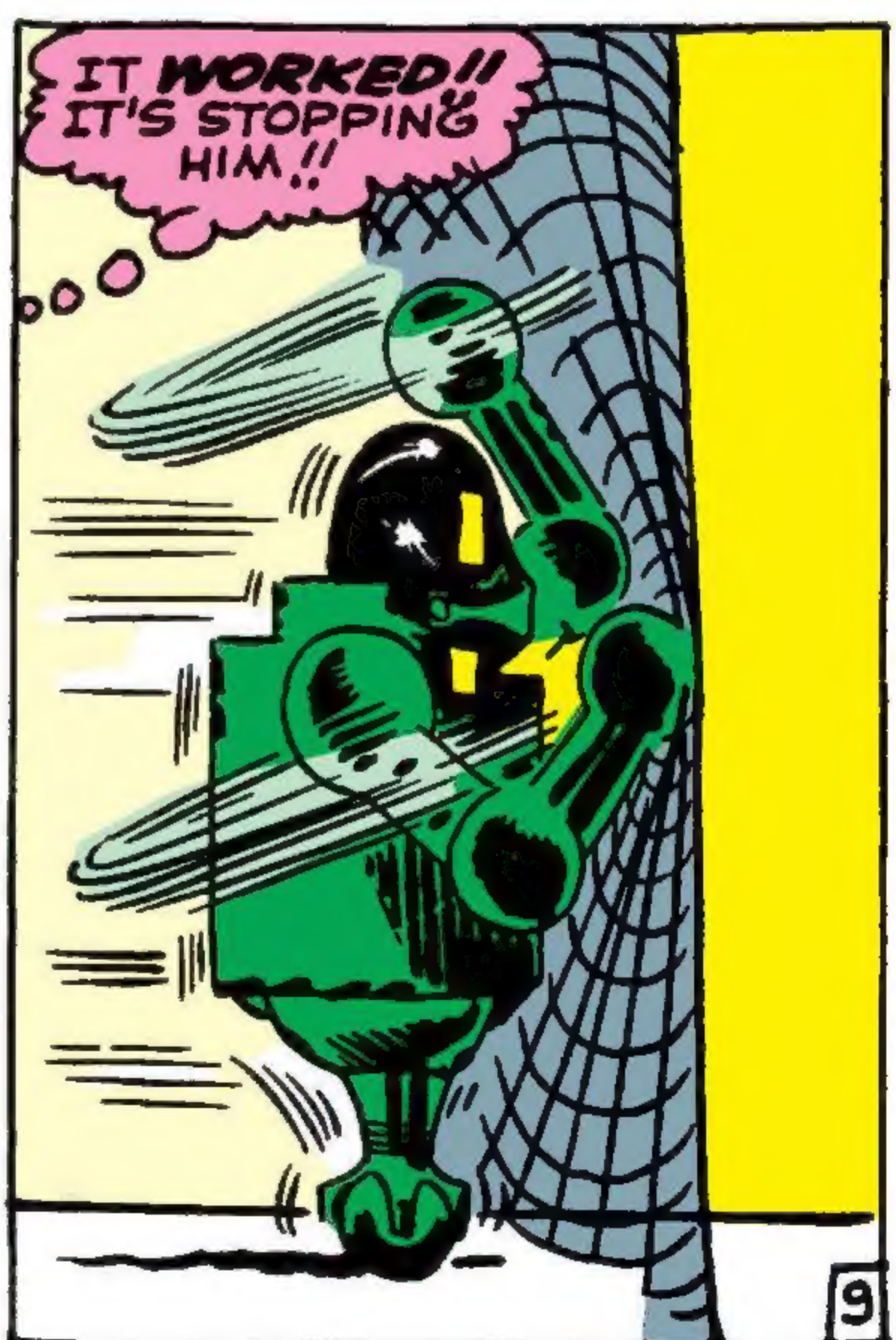
CLEAR **OUT** OF
HERE -- **ALL** OF
YOU! **HURRY!**

LOOK!
ON THE
WALL--
IT'S
**SPIDER-
MAN!**

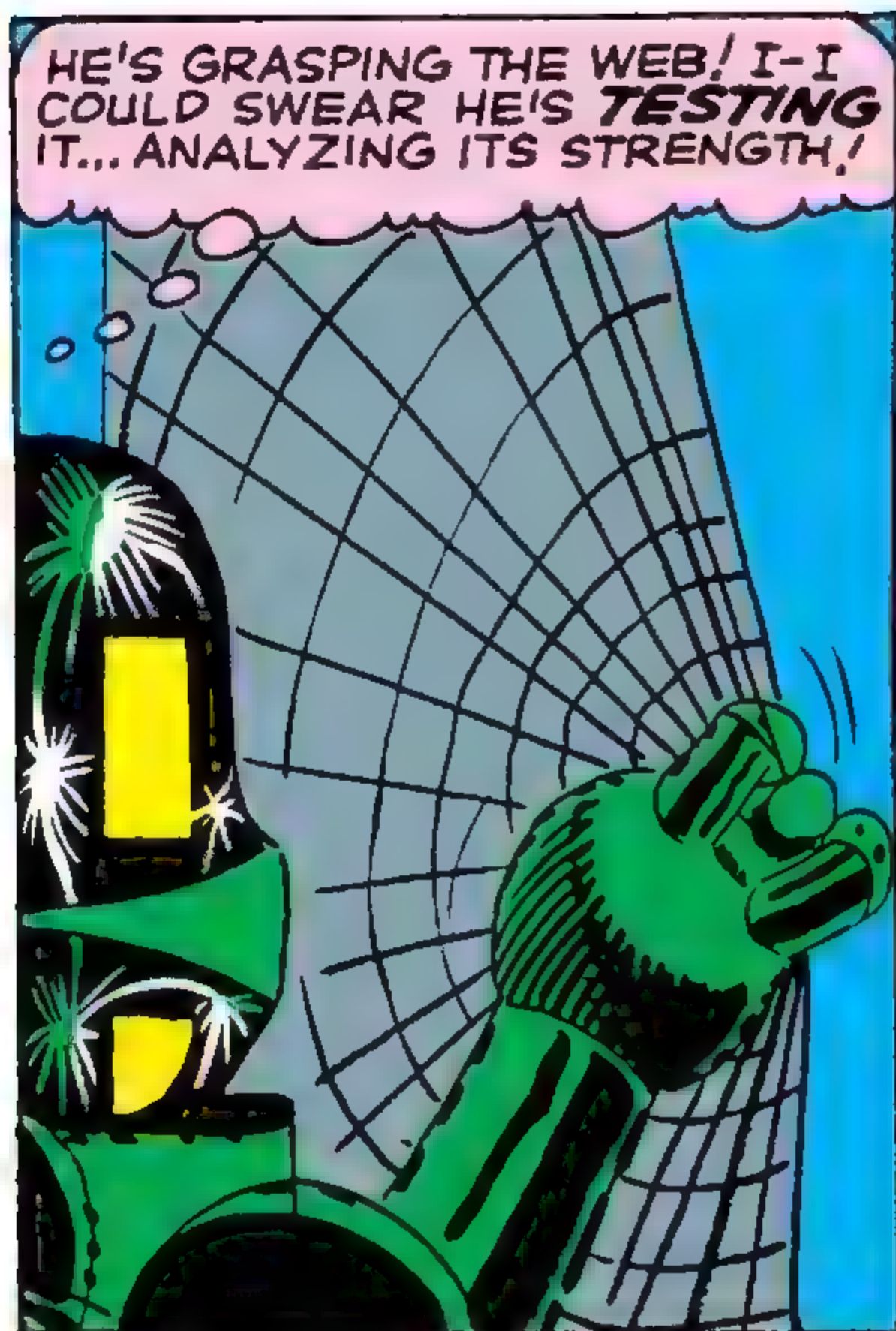
DO AS HE
SAYS! RUN
FOR THE
EXIT!
QUICKLY!



AND **NOW** I CAN
CONCENTRATE ON
THE BRAIN! I'LL
TRY TO SLOW
DOWN WITH A QUICK-
FORMING **WEB!**



IT WORKED!!
IT'S STOPPING
HIM!!

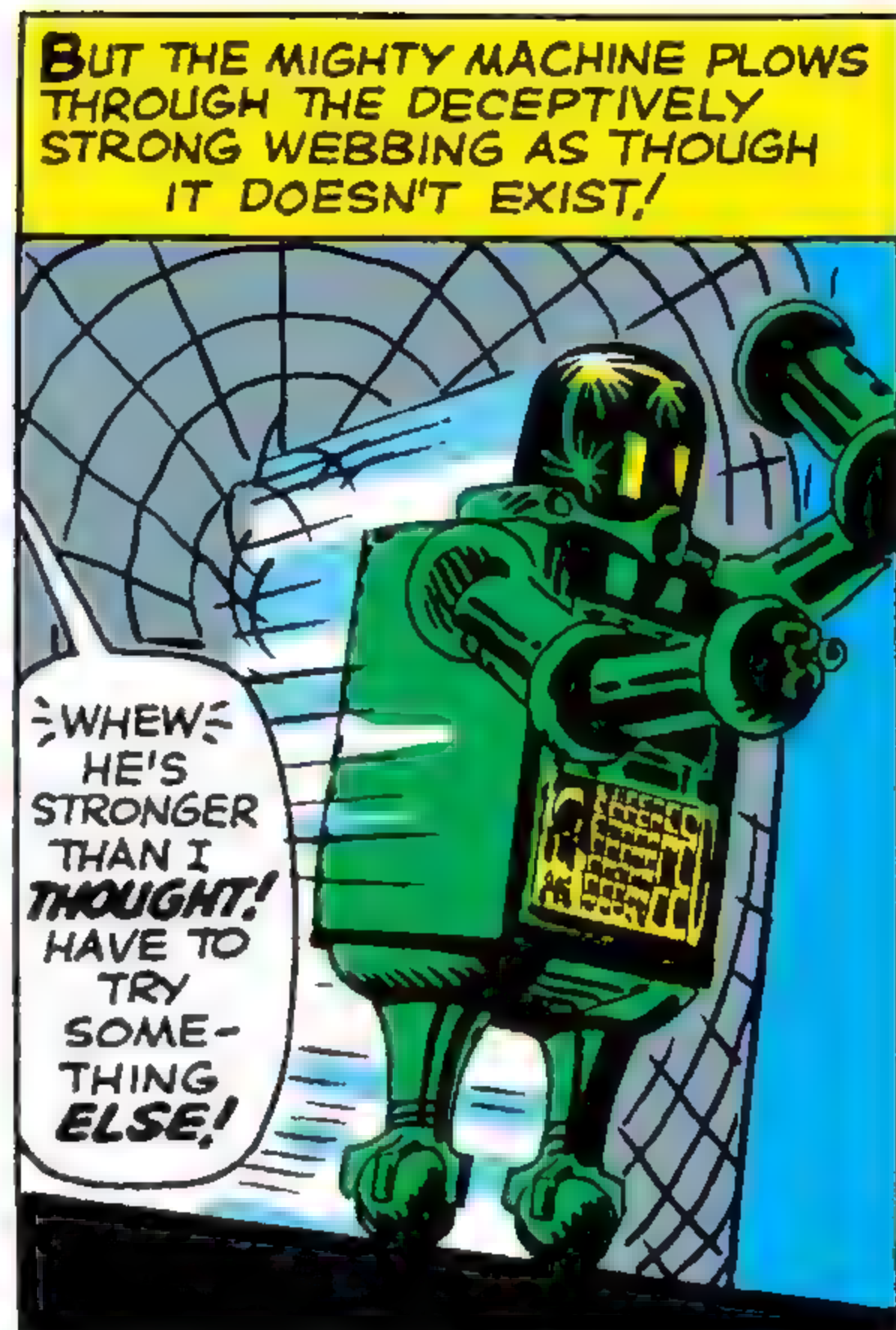


HE'S GRASPING THE WEB! I-I COULD SWEAR HE'S **TESTING** IT... ANALYZING ITS STRENGTH!



I HEAR HIS GEARS MOVING... AS THOUGH HE'S DECIDING HOW MUCH PRESSURE TO APPLY!!

AW, THAT'S **IMPOSSIBLE!** HE CAN'T BREAK MY WEB!



BUT THE MIGHTY MACHINE PLOWS THROUGH THE DECEPTIVELY STRONG WEBBING AS THOUGH IT DOESN'T EXIST!

WHEW! HE'S STRONGER THAN I **THOUGHT!** HAVE TO TRY SOMETHING ELSE!



FIRST, I'LL TEST HIS THINKING ABILITY! I'LL LET HIM **HEAR** ME RUNNING-- THEN I'LL SEE WHAT HE **DOES!**



HE **DOES** THINK! LIKE A **HUMAN!** AT THE SOUND OF MY FOOTSTEPS HE **TURNED...**



HE'S EXTENDING HIS ARMS, STRIKING AT ME... AS A **MAN** WOULD! AND HE'S **FAST!** FASTER THAN I WOULD HAVE GUESSED!



HE **KNOWS** I'M AN ENEMY! HE'S **AFTER** ME!

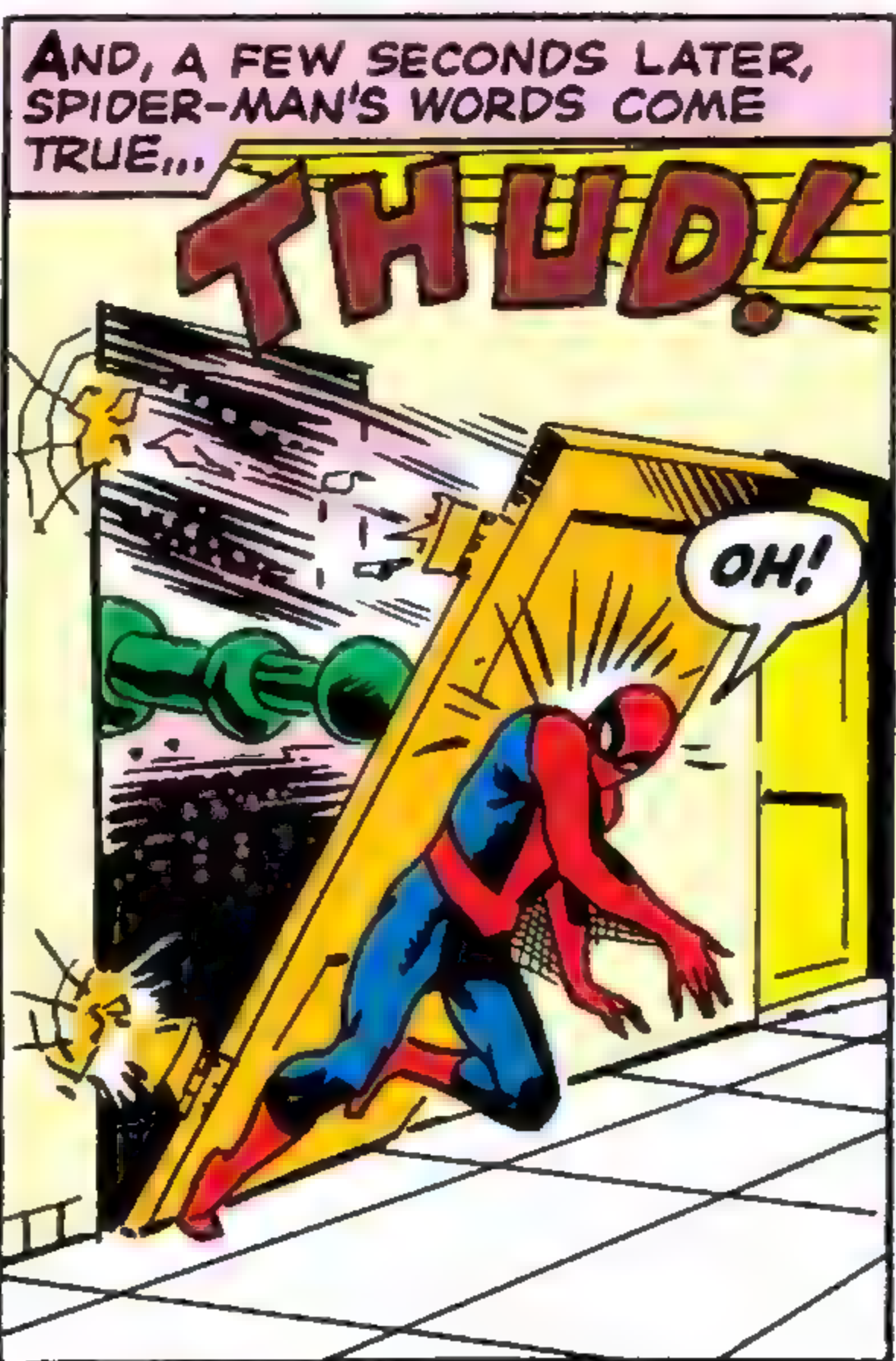
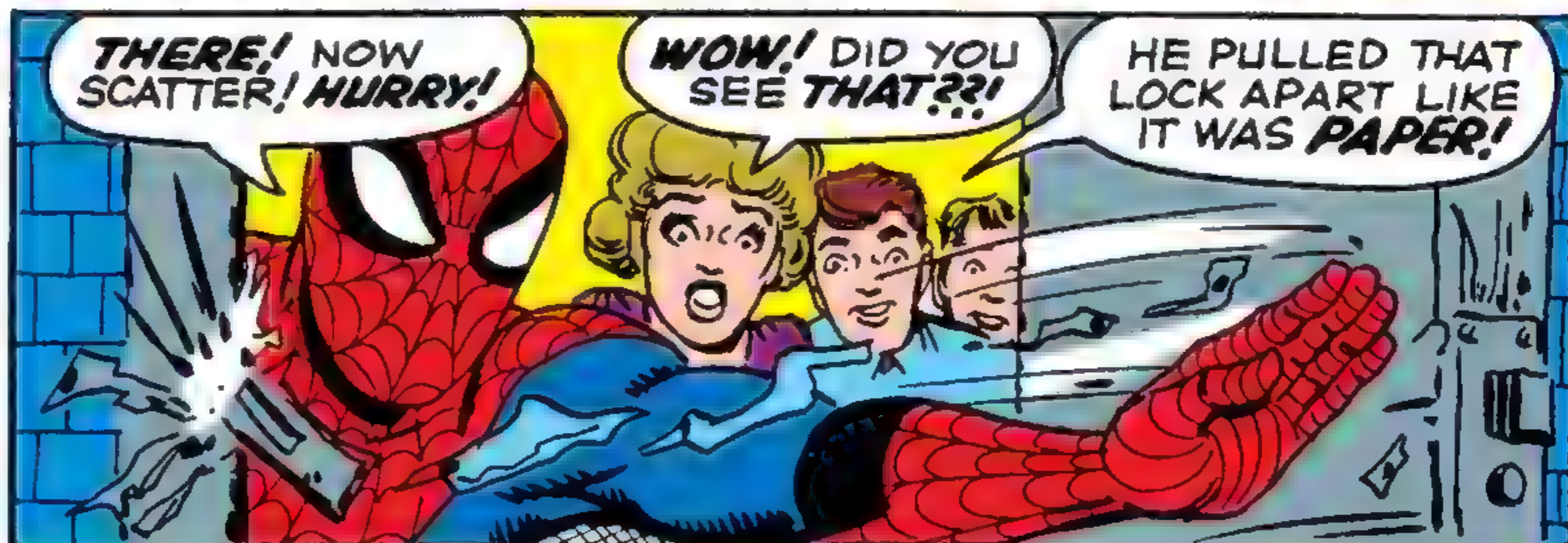
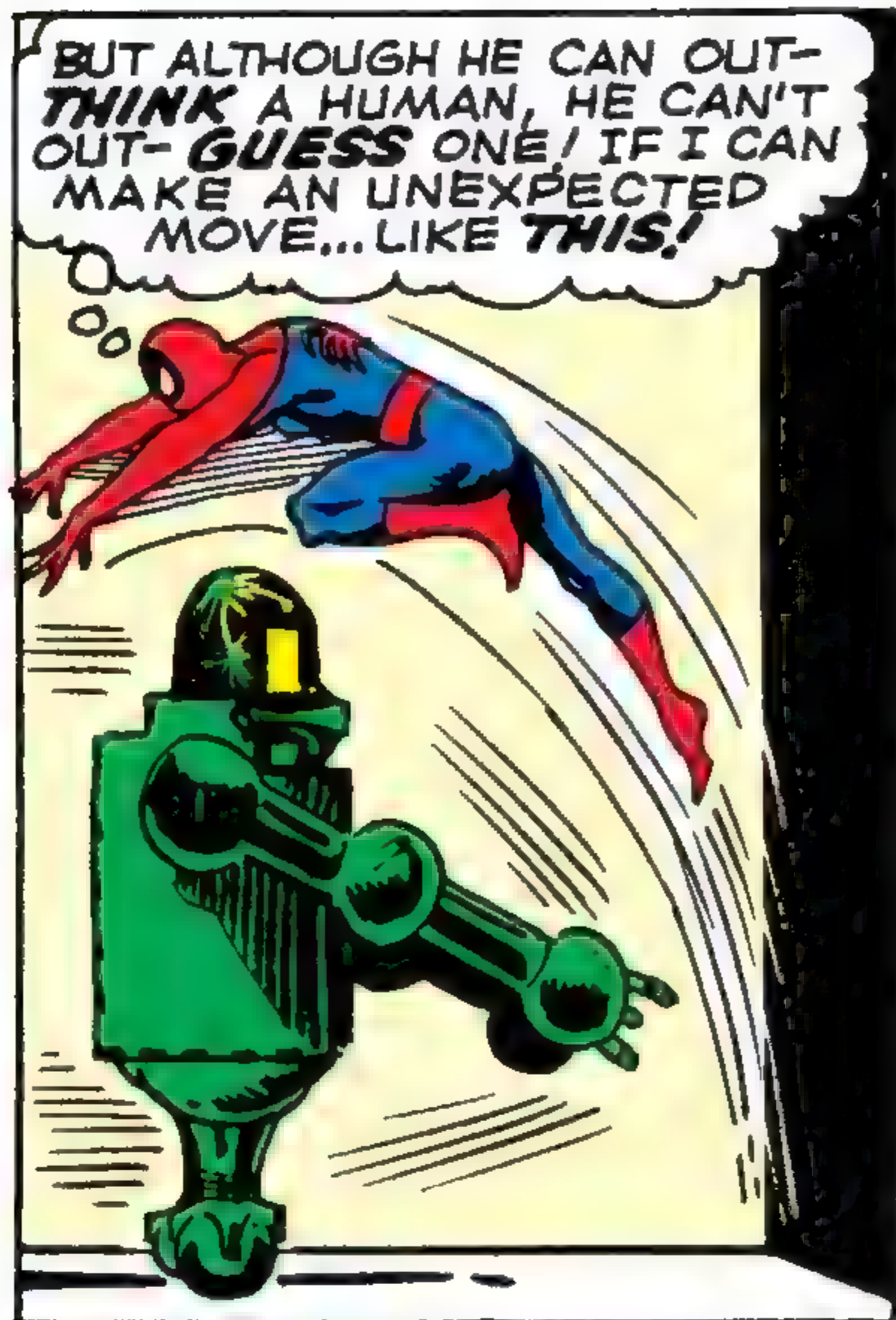
I'VE **GOT** TO STAY OUT OF REACH OF THOSE POWERFUL ARMS!

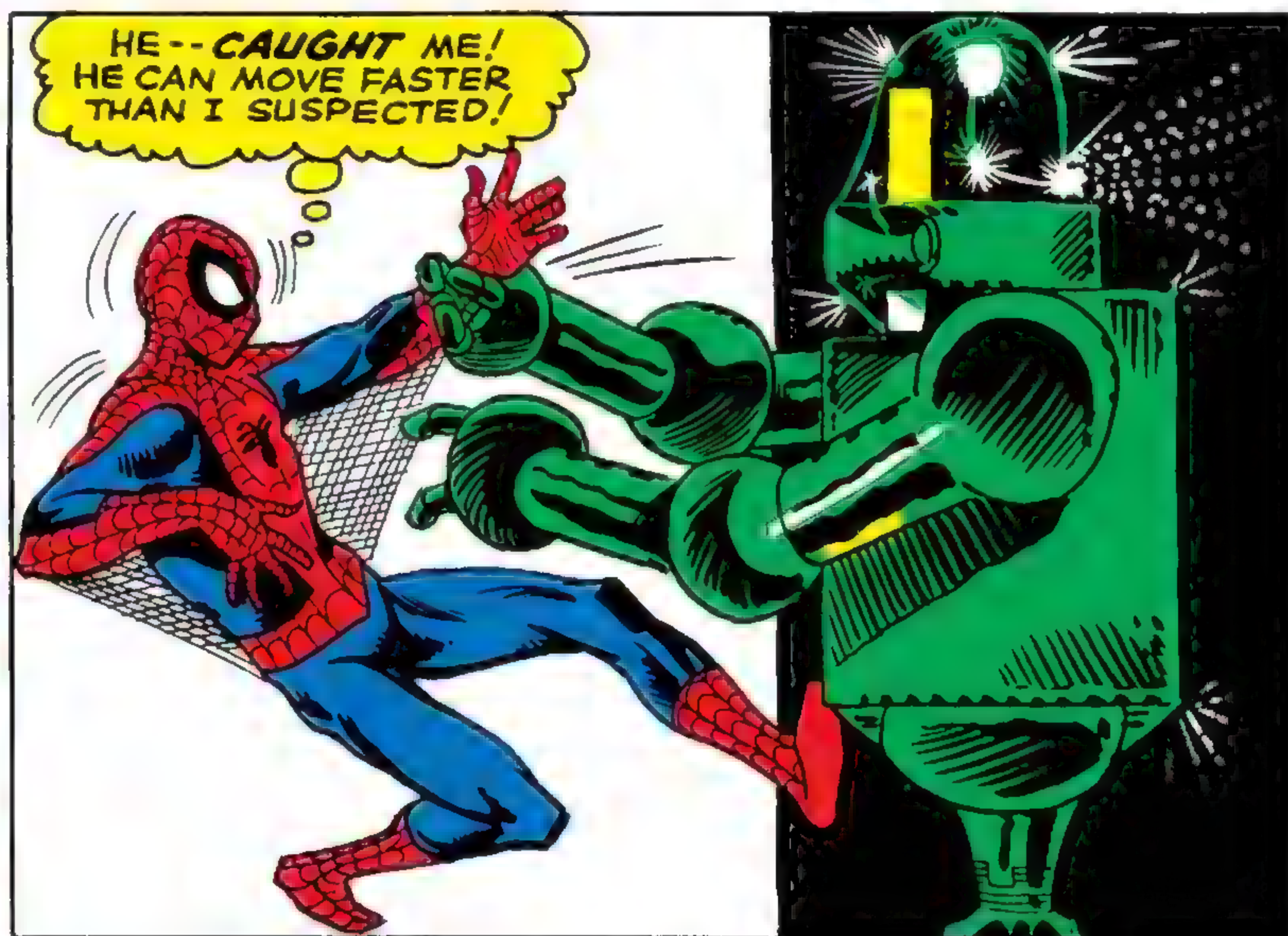
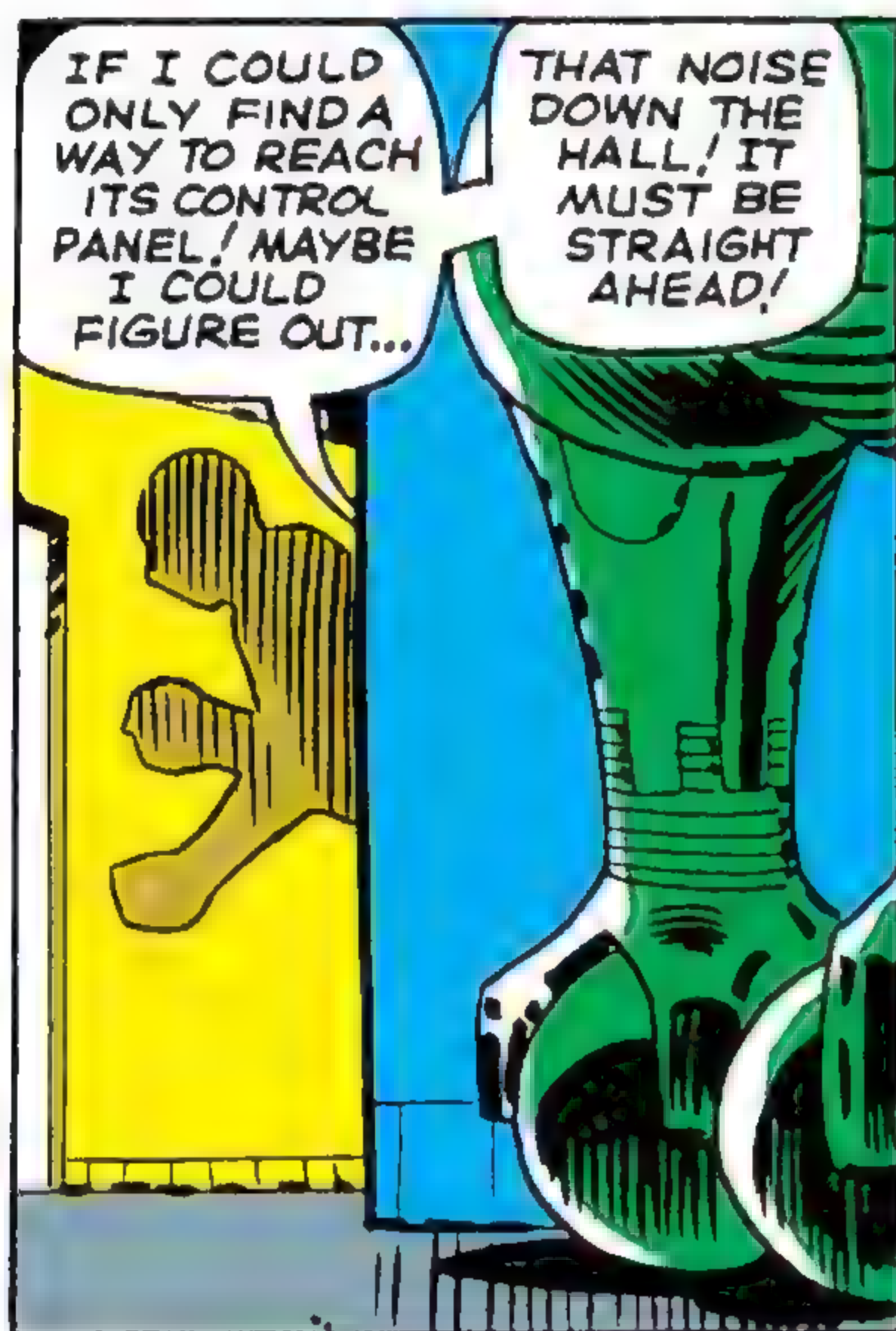


OH, **NO!** THE BRAIN FIGURED OUT MY SPEED, AND INCREASED HIS **OWN** ENOUGH TO OVERTAKE ME!!



HE OUT-MANEUVERED ME! HE REALLY **IS** THE FASTEST THINKING MACHINE ON EARTH!! I-I'M **TRAPPED!**

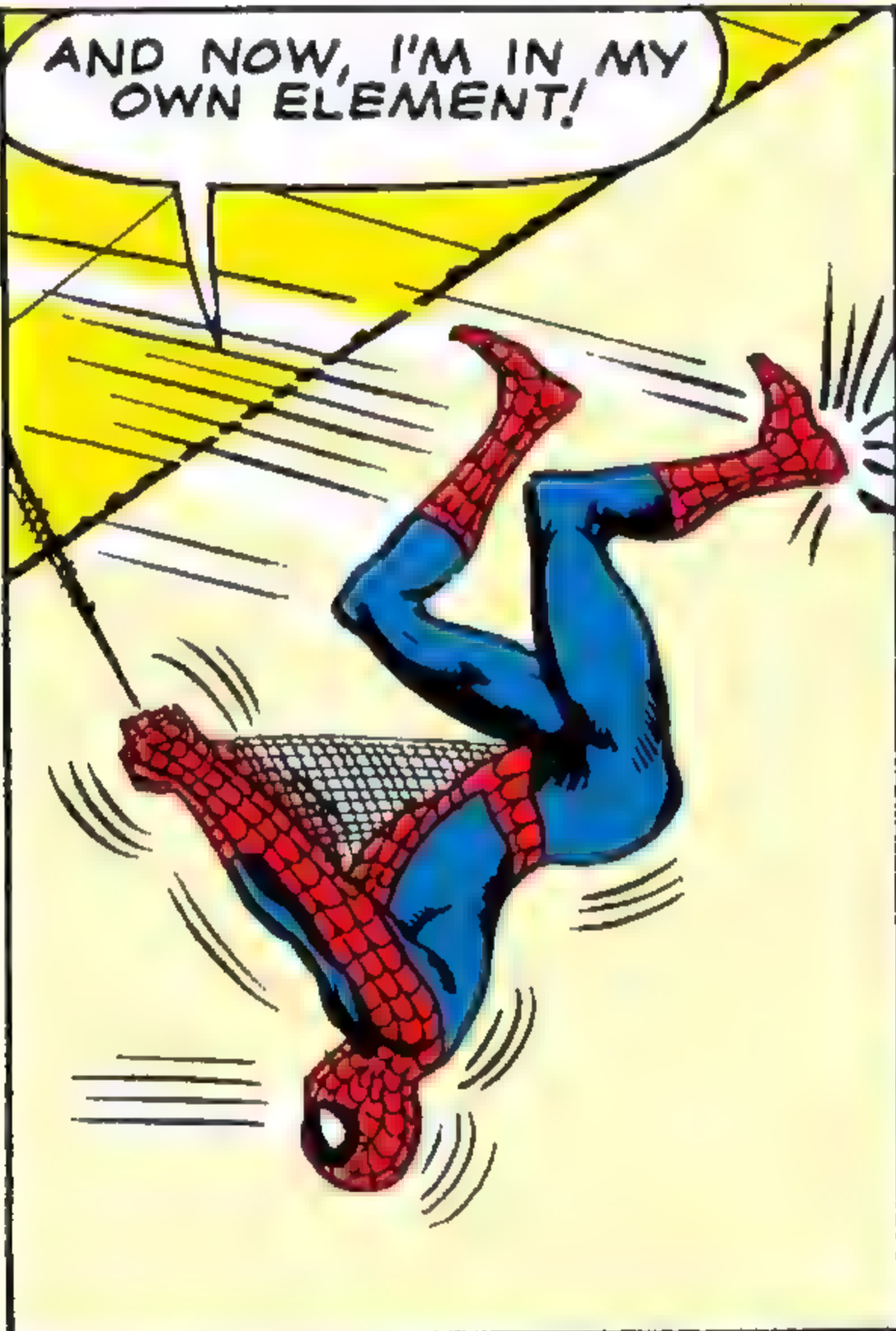
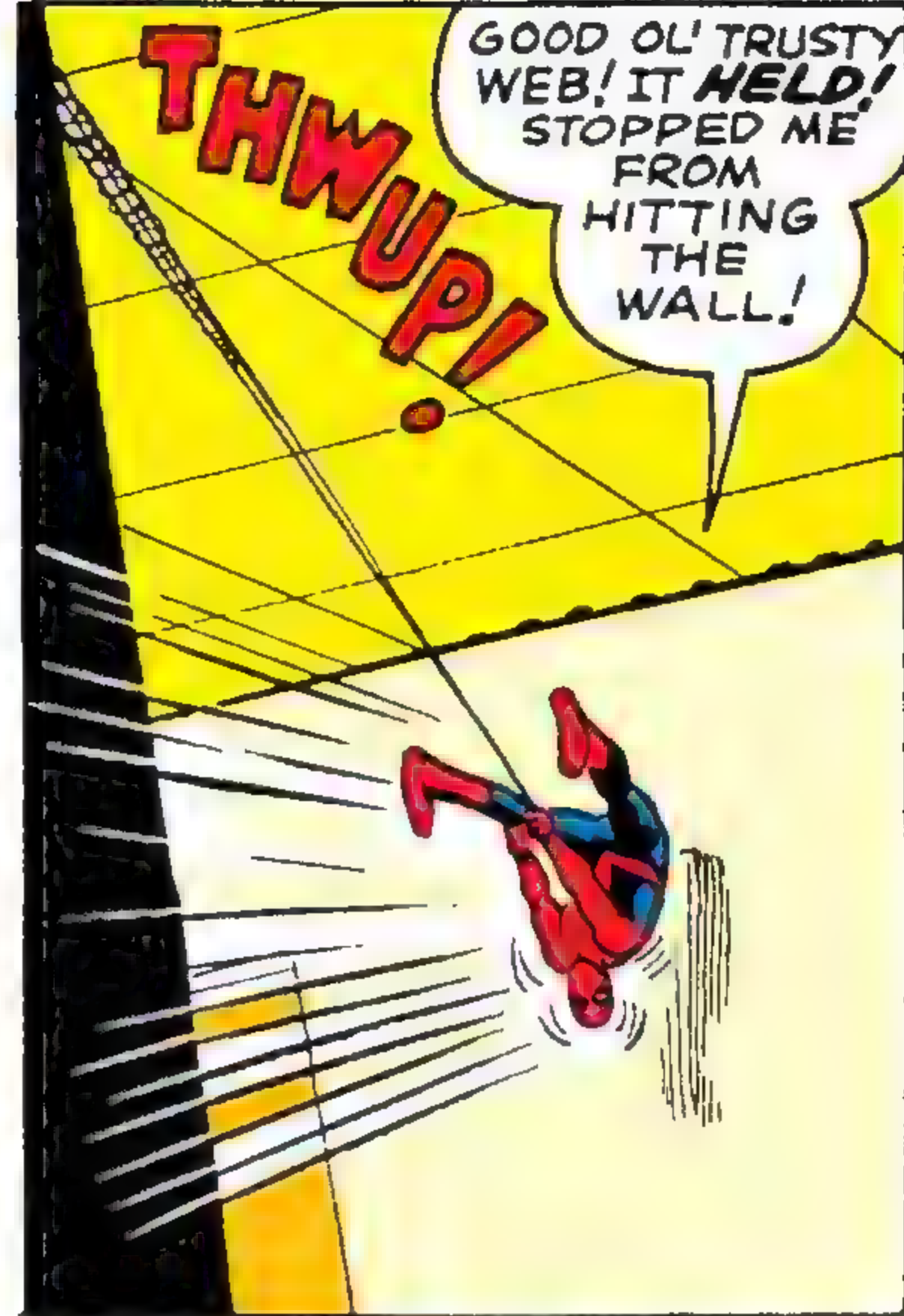


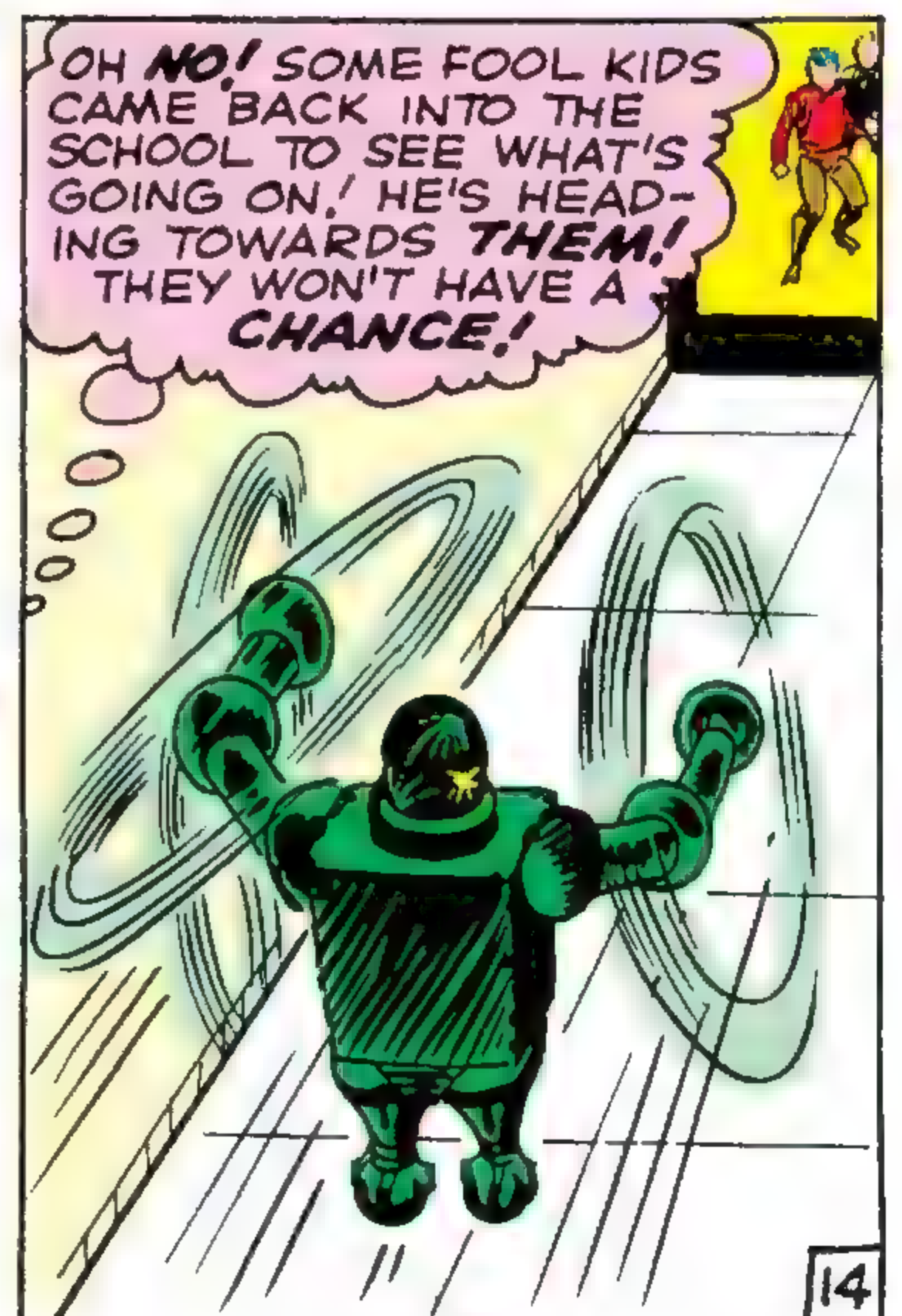
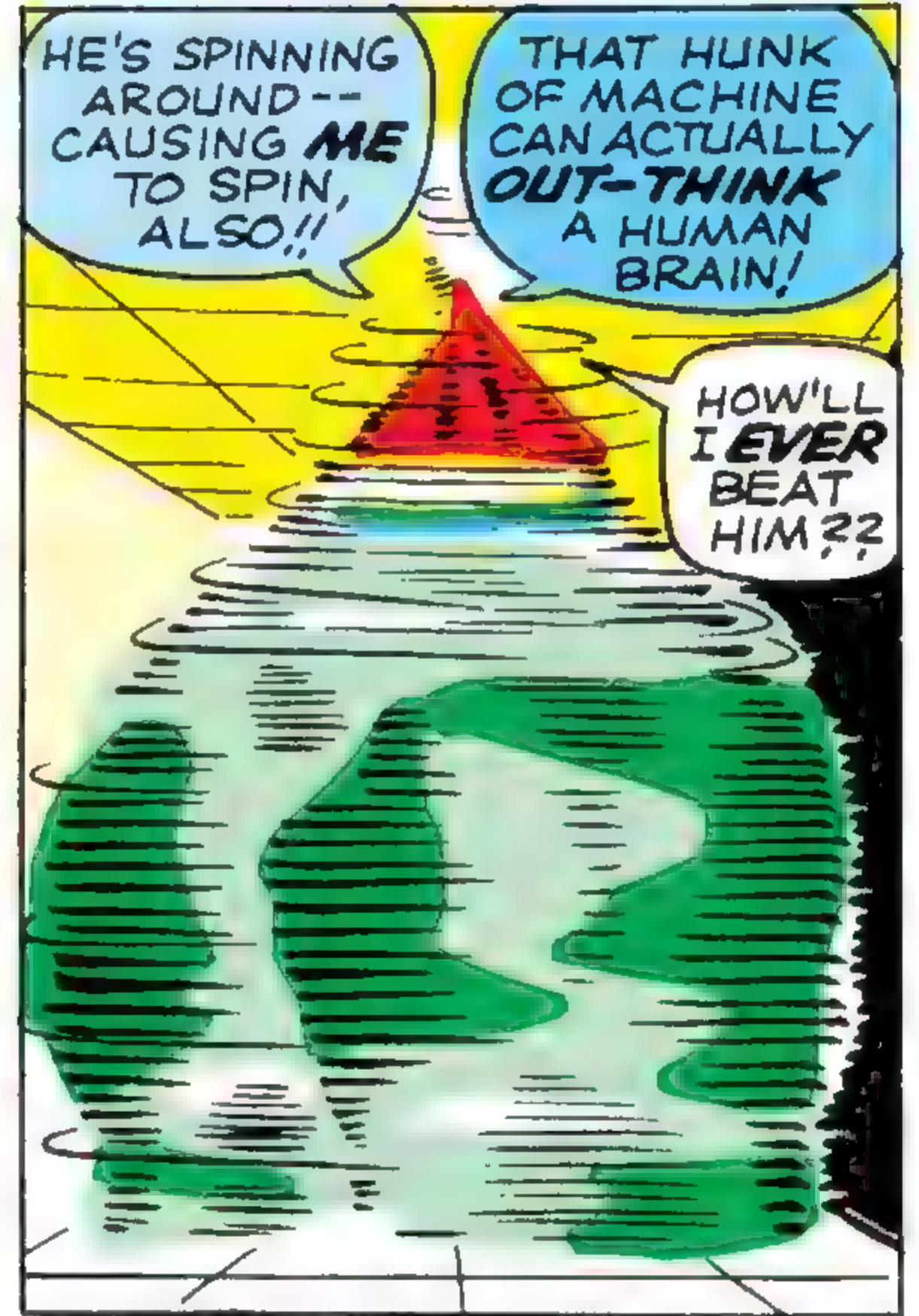
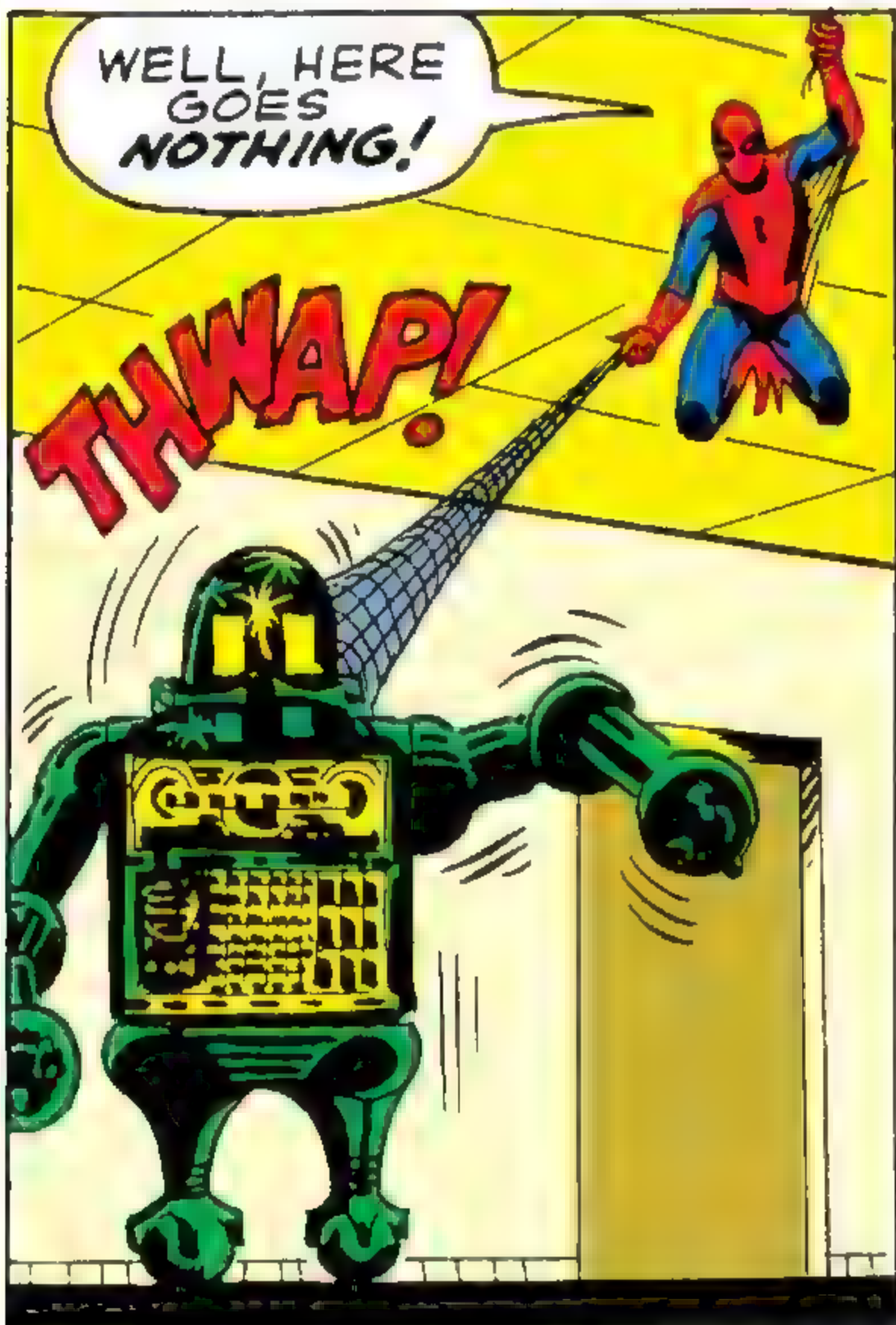


THEN, THE LIVING BRAIN SUDDENLY SPINS SPIDER-MAN AROUND AND RELEASES HIM, IN AN EFFORT TO DASH HIM AGAINST THE WALL!



BUT THE MASKED TEEN-AGER SAVES HIMSELF BY A LIGHTNING-FAST MANEUVER...



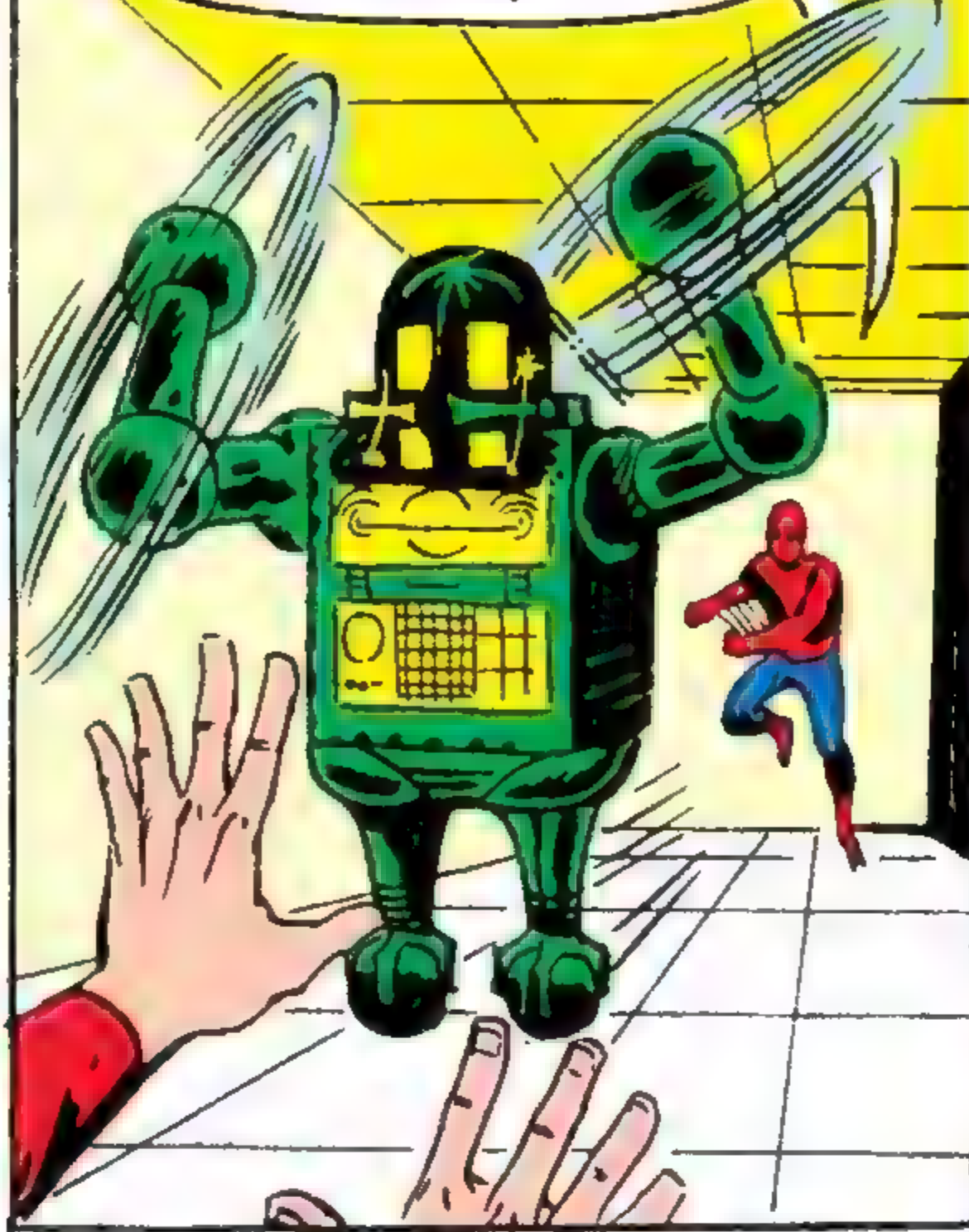


SEEING THE LIVING BRAIN BEARING DOWN ON THEM, THE STUDENTS TURN AND FLEE... BUT, IN THEIR HASTE, ONE TRIPS, AND...

CHARLIE, GET UP! HURRY! IT'S ALMOST ON TOP OF US!



I'VE GOT TO REACH THE BRAIN BEFORE IT CAN GET TO THOSE KIDS!



OL' SPIDER-STRENGTH, IF I EVER NEEDED YOU, I NEED YOU NOW!



GOT HIM! NOW, IF I CAN JUST REACH THAT CONTROL PANEL...

LOOK! SPIDER-MAN SAVED US!

YEAH! BUT NOW WHO'S GONNA SAVE SPIDER-MAN??

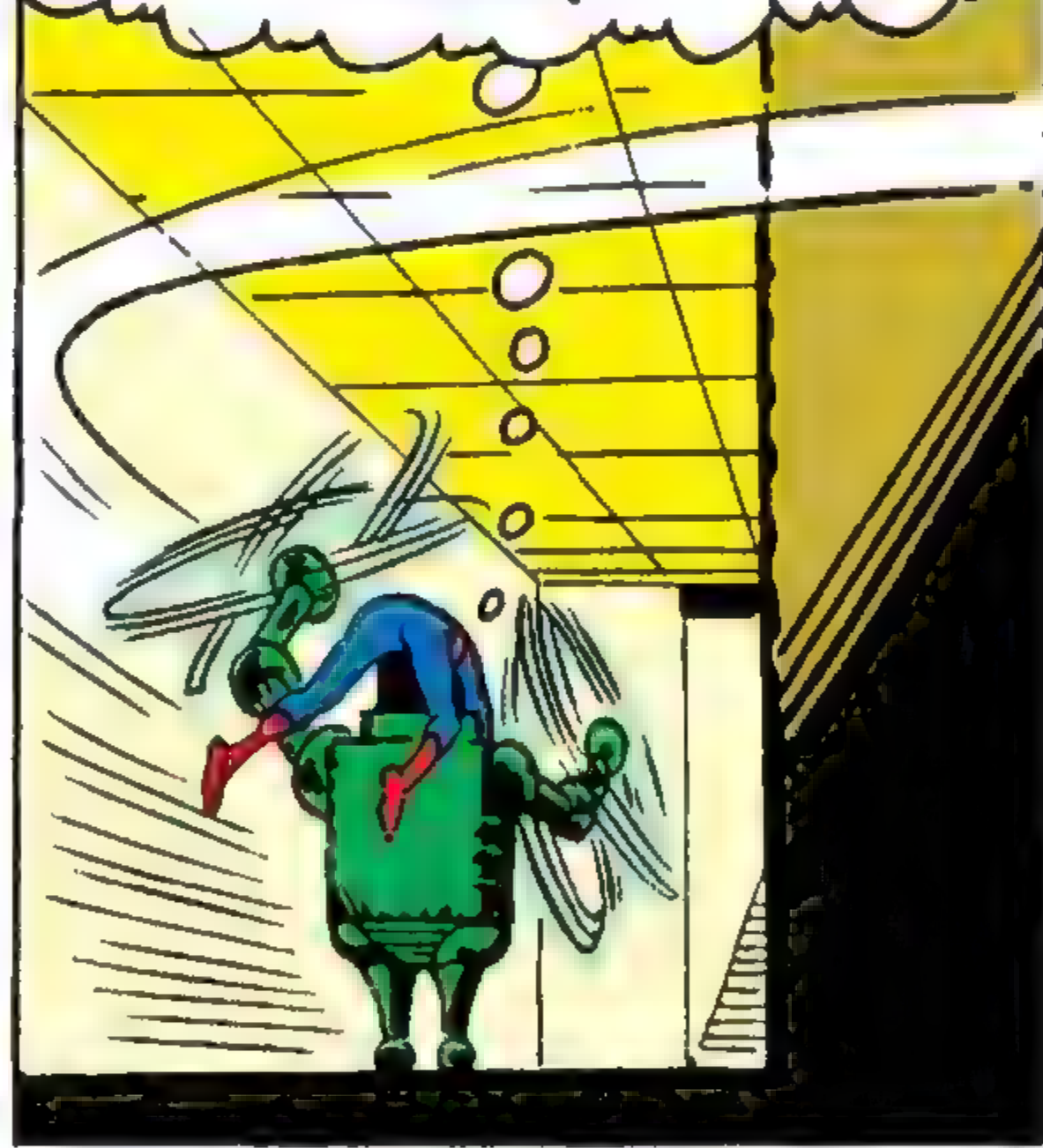


AT LEAST I DIVERTED HIS ATTENTION FROM THOSE KIDS!

BUT HE'S MOVING SO FAST I CAN'T REACH HIS CONTROLS!

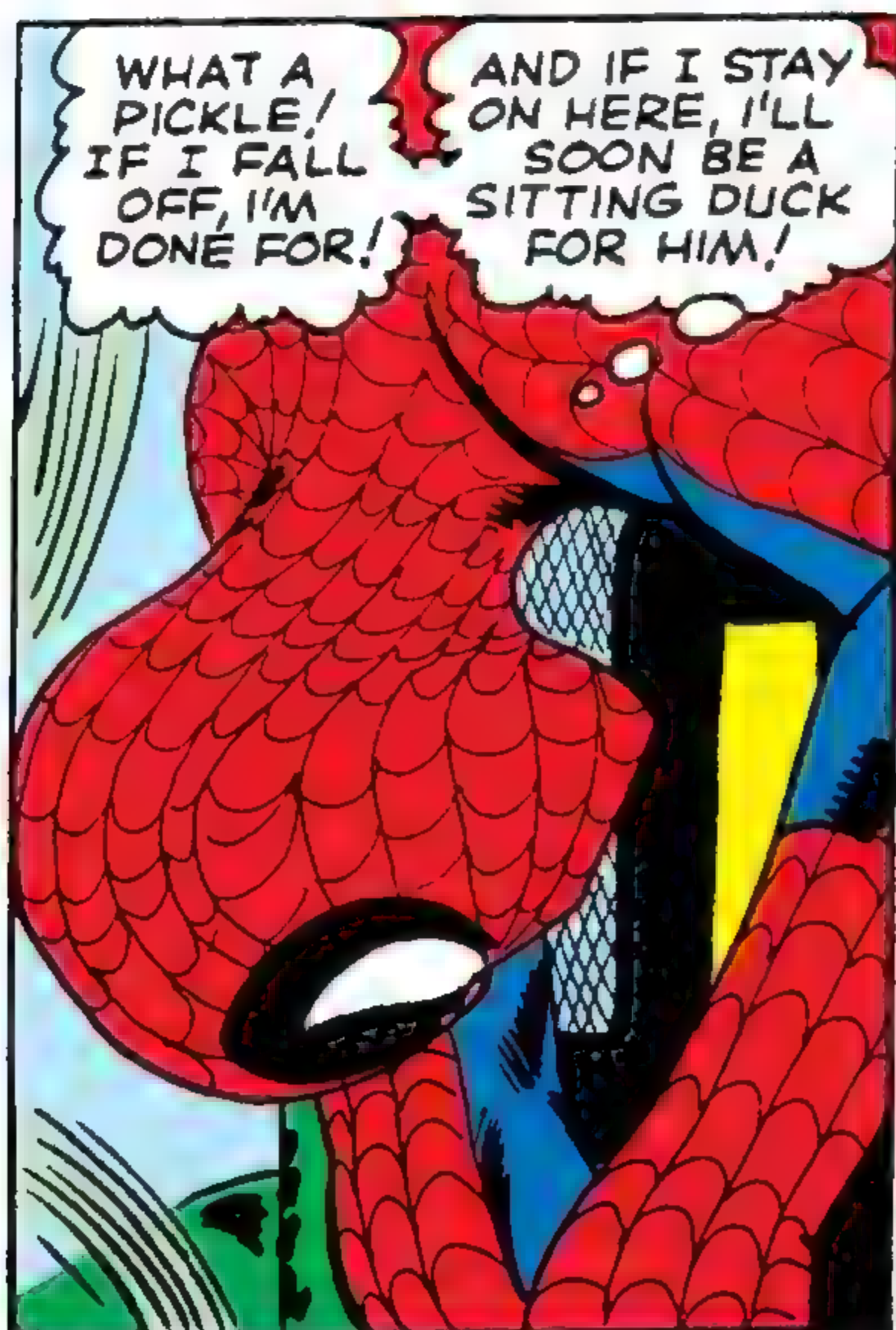


THIS IS THE SHOWDOWN! HE WON'T REST NOW UNTIL I'M COMPLETELY DESTROYED! I'VE JUST GOT TO HOPE HE CAN'T THINK OF A WAY TO DO IT BEFORE I CAN DO SOMETHING!



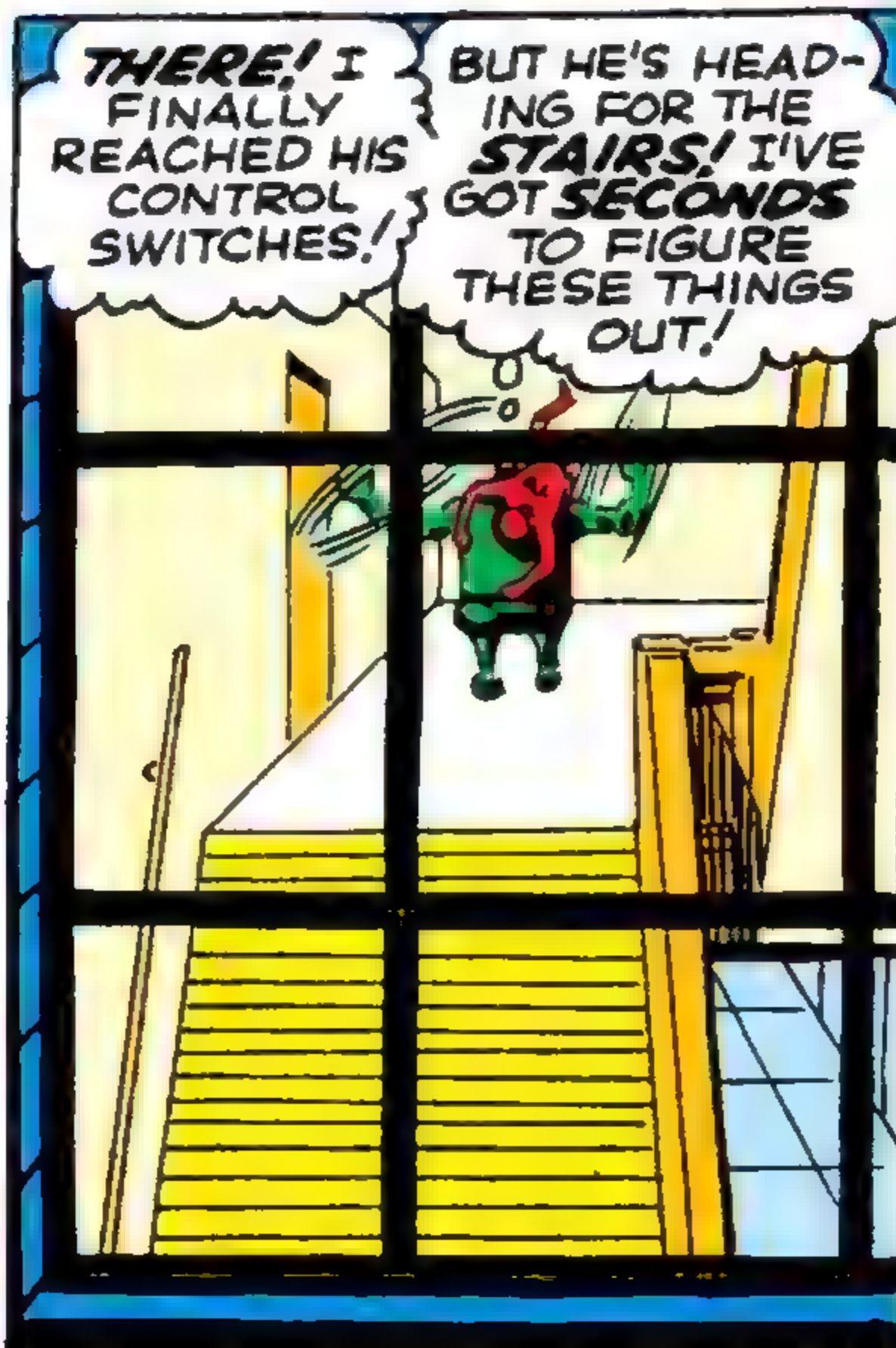
WHAT A PICKLE! IF I FALL OFF, I'M DONE FOR!

AND IF I STAY ON HERE, I'LL SOON BE A SITTING DUCK FOR HIM!



THERE! I FINALLY REACHED HIS CONTROL SWITCHES!

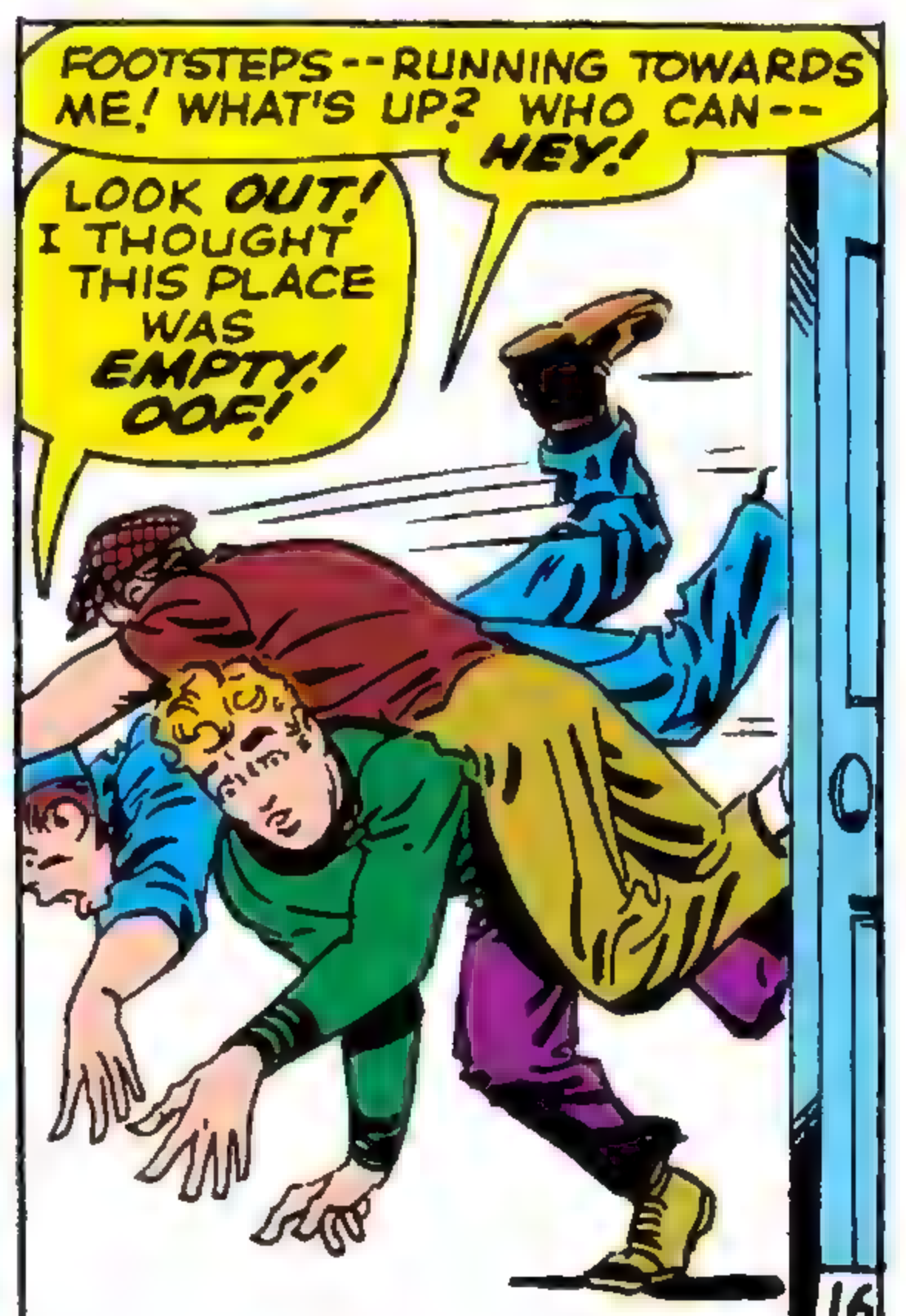
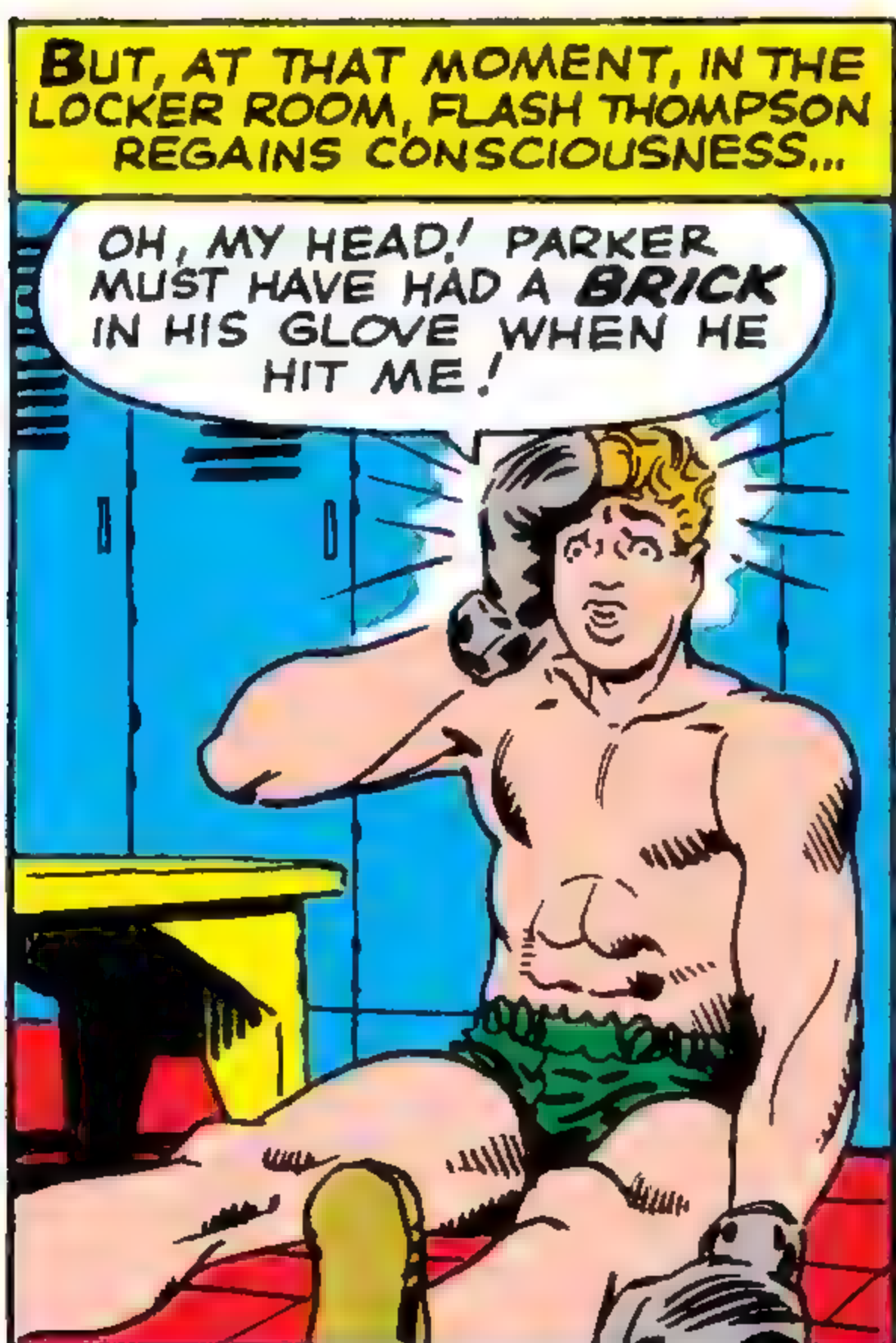
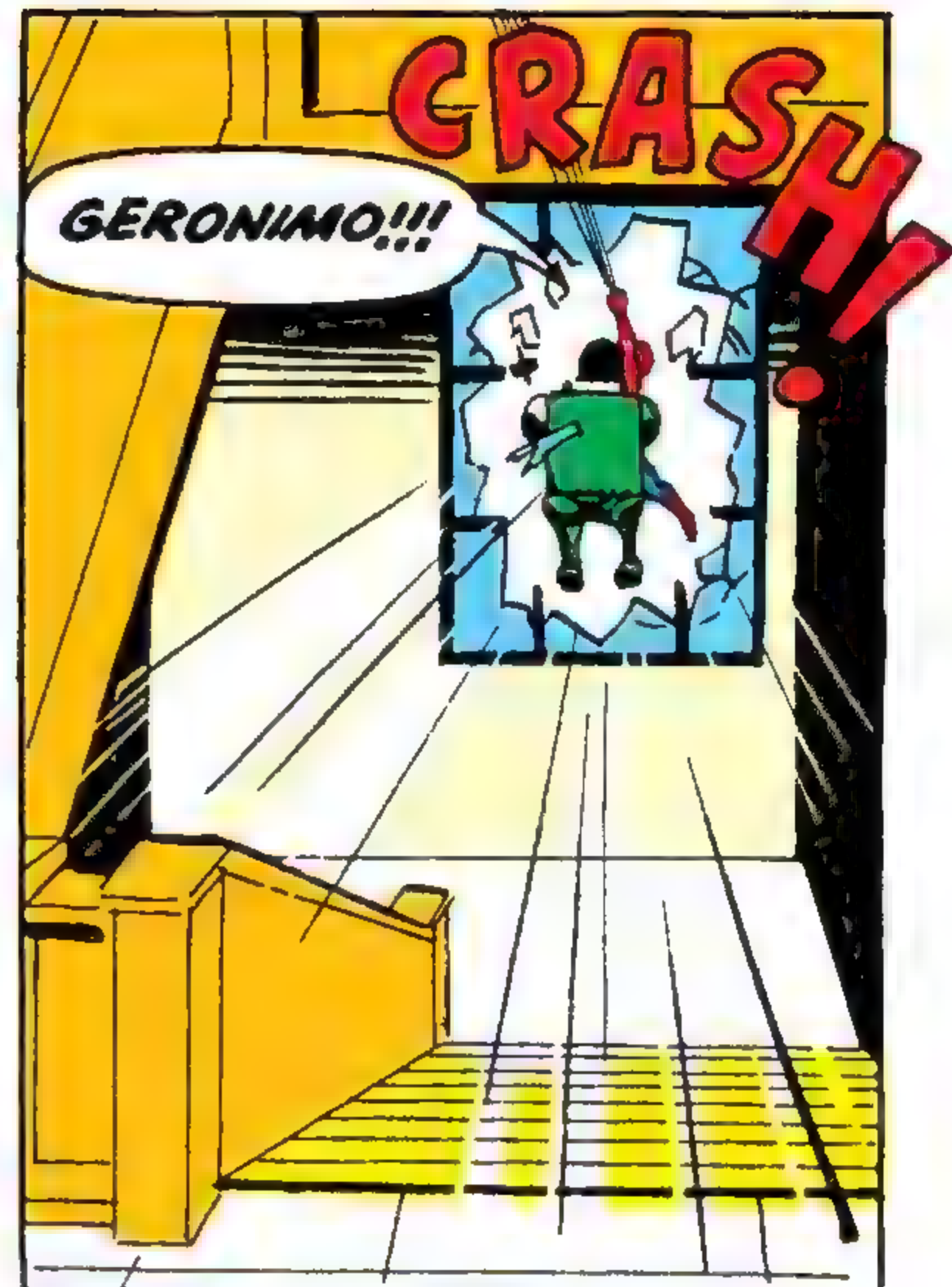
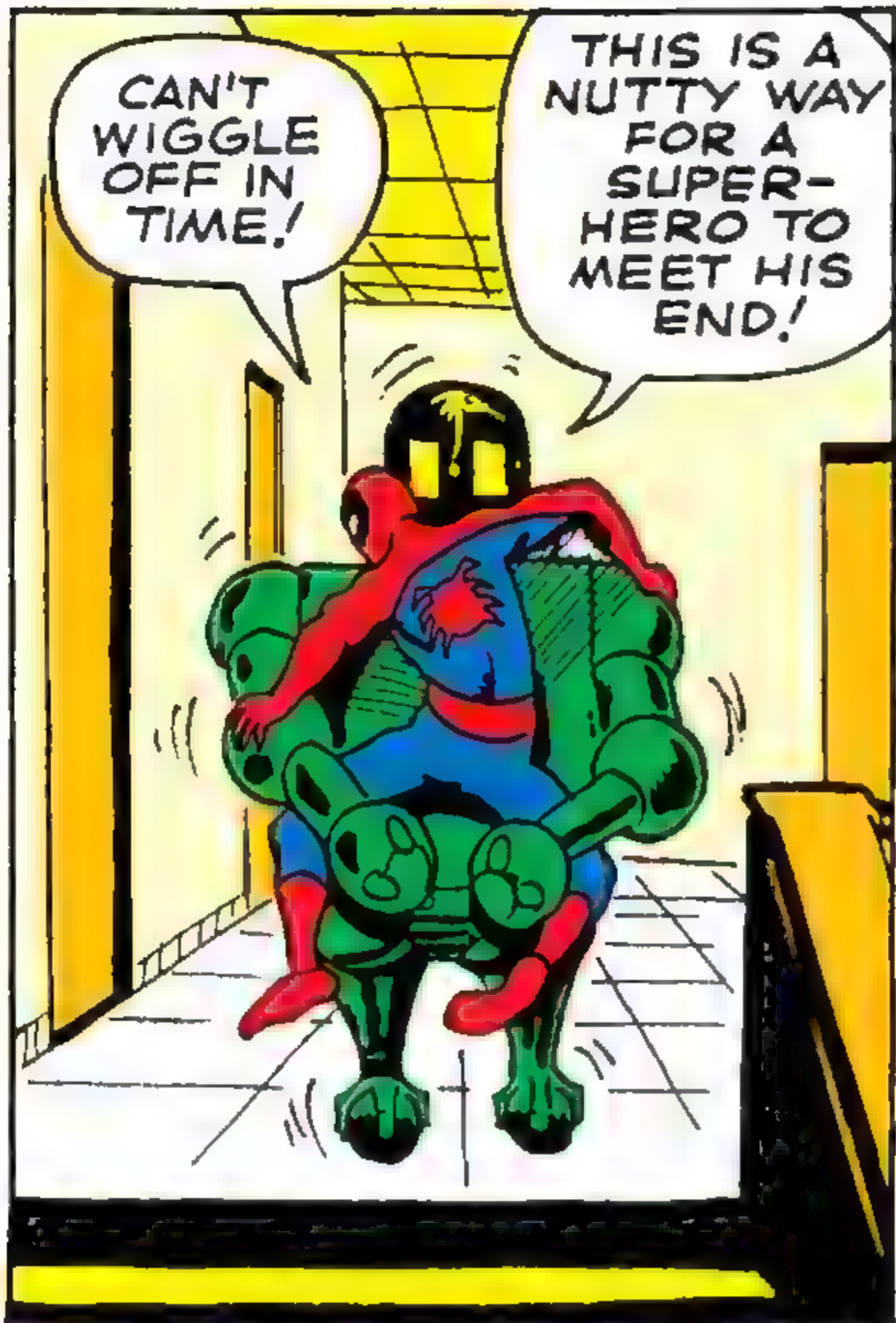
BUT HE'S HEAD-ING FOR THE STAIRS! I'VE GOT SECONDS TO FIGURE THESE THINGS OUT!



I DID IT! I FLIPPED THE MAIN CUT-OFF SWITCH! HE'S INCAPABLE OF FURTHER INDEPENDENT ACTION!

BUT HE CAN'T STOP HIMSELF-- HE'S GONNA CRASH DOWN THOSE STAIRS --WITH ME GOING ALONG FOR THE RIDE!







WELL, I'LL BE--! THEY PLUMB KNOCKED THEMSELVES OUT!



WOW! LOOK AT THAT! FLASH CAUGHT BOTH OF THOSE GUYS!

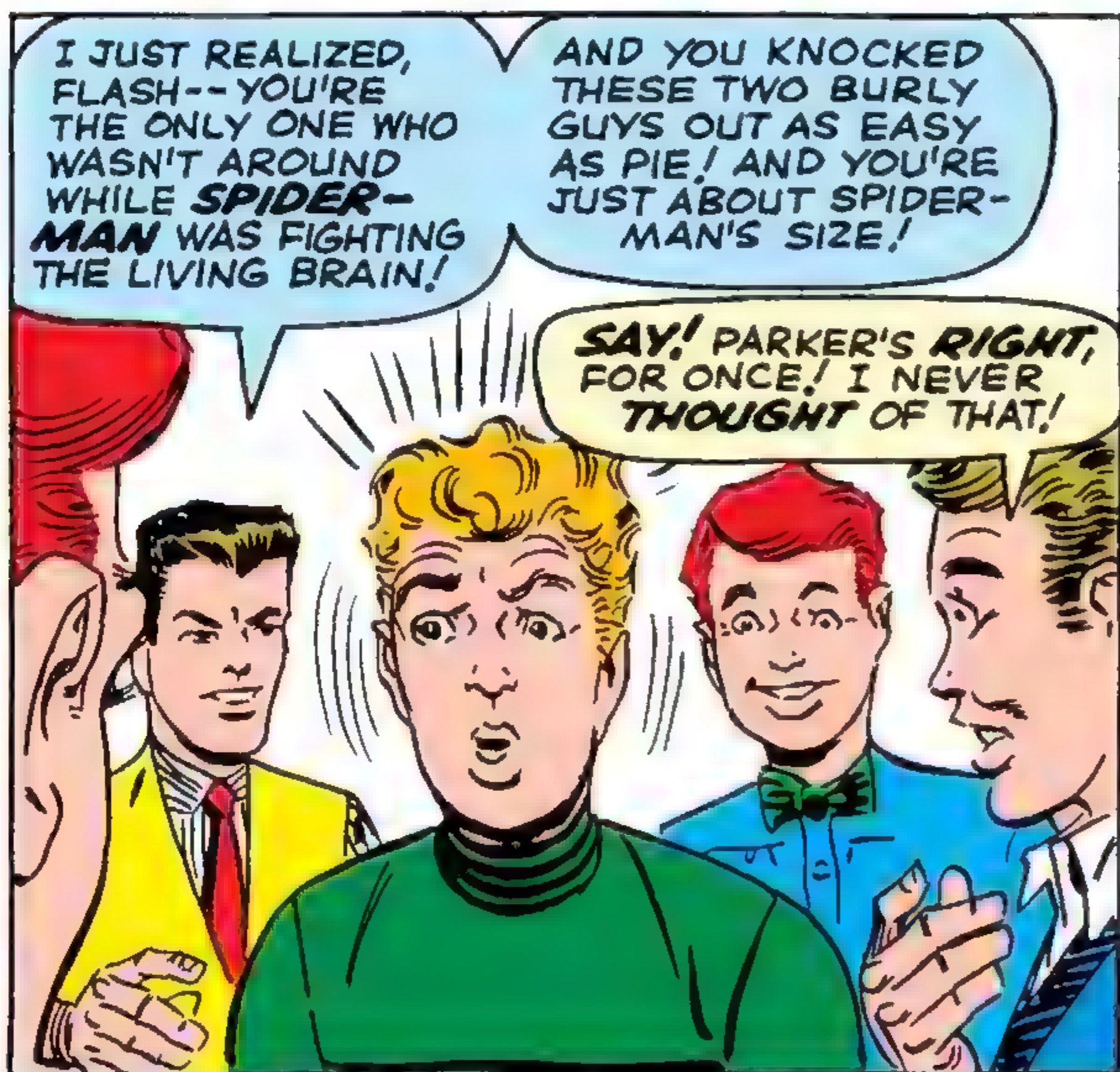
GREAT WORK, FLASH! HOW'D YOU DO IT?



YOU KNOW ME! I JUST UP AND LET 'EM HAVE IT!

MEANTIME, HAVING CHANGED BACK TO HIS NORMAL IDENTITY, PETER PARKER GETS AN IDEA...

THIS IS TOO GOOD AN OPPORTUNITY TO PASS UP!



I JUST REALIZED, FLASH--YOU'RE THE ONLY ONE WHO WASN'T AROUND WHILE **SPIDER-MAN** WAS FIGHTING THE LIVING BRAIN!

AND YOU KNOCKED THESE TWO BURLY GUYS OUT AS EASY AS PIE! AND YOU'RE JUST ABOUT SPIDER-MAN'S SIZE!

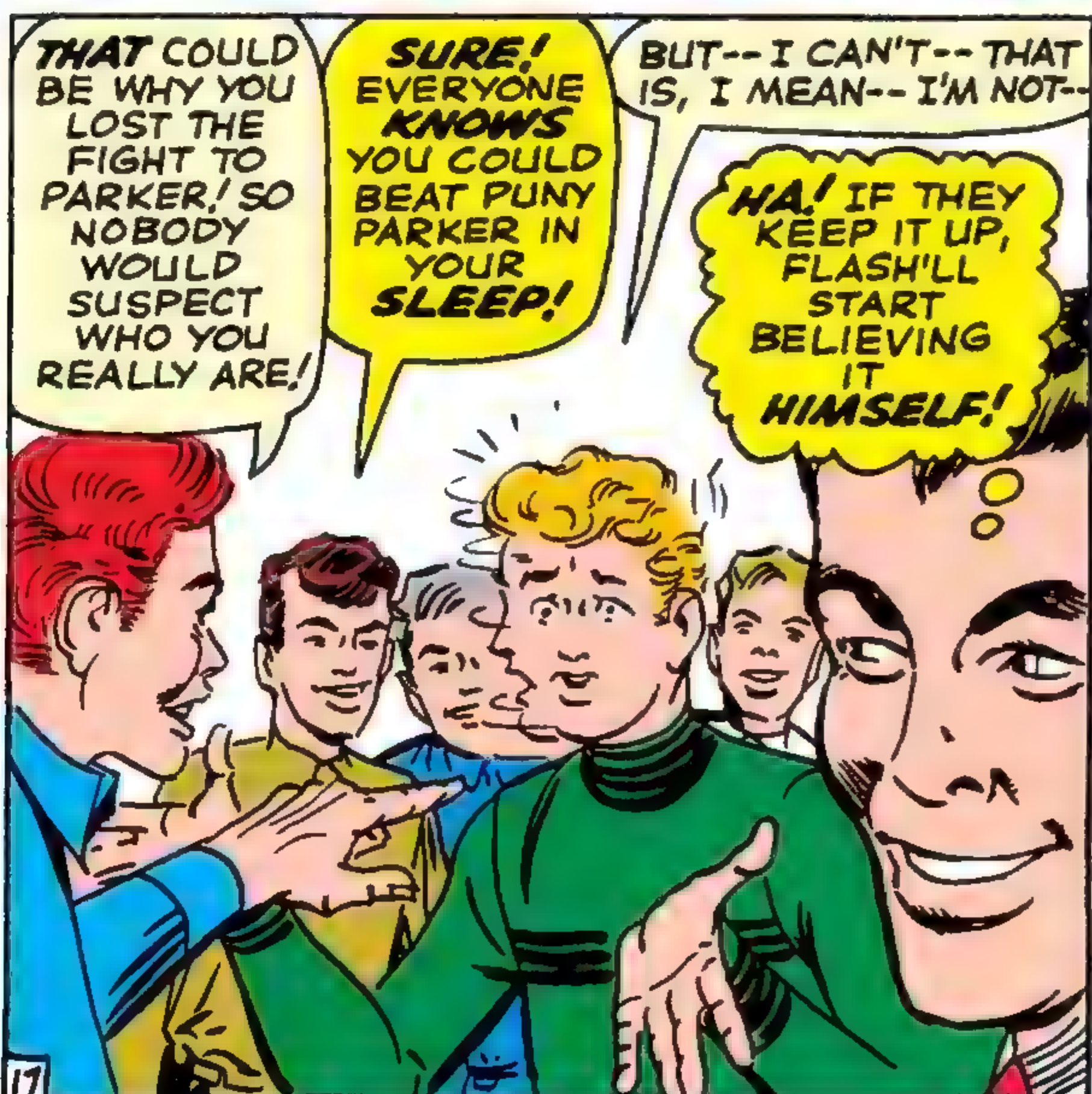
SAY! PARKER'S RIGHT, FOR ONCE! I NEVER THOUGHT OF THAT!



AND YOU TRIED TO GET THE BRAIN'S ANSWER TO SPIDER-MAN'S IDENTITY AWAY FROM ME! IT ALL TIES IN, DOESN'T IT?

KNOCK IT OFF, BOOKWORM! YOU'RE **IMAGINING** THINGS! I'M NOT SPIDER-MAN!

BUT EVEN IF YOU **WERE**, YOU'D STILL DENY IT, WOULDN'T YOU?



THAT COULD BE WHY YOU LOST THE FIGHT TO PARKER! SO NOBODY WOULD SUSPECT WHO YOU REALLY ARE!

SURE! EVERYONE KNOWS YOU COULD BEAT PUNY PARKER IN YOUR **SLEEP!**

BUT--I CAN'T-- THAT IS, I MEAN-- I'M NOT--

HA! IF THEY KEEP IT UP, FLASH'LL START BELIEVING IT **HIMSELF!**



LATER, A LIGHT-HEARTED PETER PARKER BLITHLY WALKS HOME FROM SCHOOL, HAPPILY LOST IN HIS OWN THOUGHTS...

TOMORROW, I'LL SAY I LOST THE PAPER WITH SPIDER-MAN'S IDENTITY ON IT DURING ALL THE EXCITEMENT, SO THAT'S THAT!

AS FOR FLASH, I MANAGED TO WALLOP HIM WITHOUT GIVING MYSELF AWAY! ALL IN ALL, IT'S BEEN A MIGHTY PLEASANT DAY!

DON'T GO AWAY, FRIENDS! MORE TEEN-AGE FUN FOLLOWS, AS **SPIDER-MAN** MIXES IT UP WITH THAT OTHER YOUTHFUL SENSATION, THE **HUMAN TORCH!**

the END

SPIDER-MAN TACKLES THE TORCH!



**A SPIDER-MAN
SURPRISE EXTRA!**

THIS IS
WHERE DORIS
EVANS, THE
TORCH'S GIRL
FRIEND, LIVES!
WHILE I'M IN
THE NEIGHBOR-
HOOD, I'LL PAY
HER A VISIT
AND SHOW
HER WHAT
SHE'S MISS-
ING BY NOT
DATING
SPIDER-
MAN!

WELL, HIT MY HEAD
AND CALL ME SHORTY!
LOOKS LIKE I'M JUST
IN TIME FOR A PARTY!

JOHNNY
STORM! YOU
DIDN'T TELL
ME YOU HAD A
NEW STING-
RAY! IT'S
GORGEOUS!

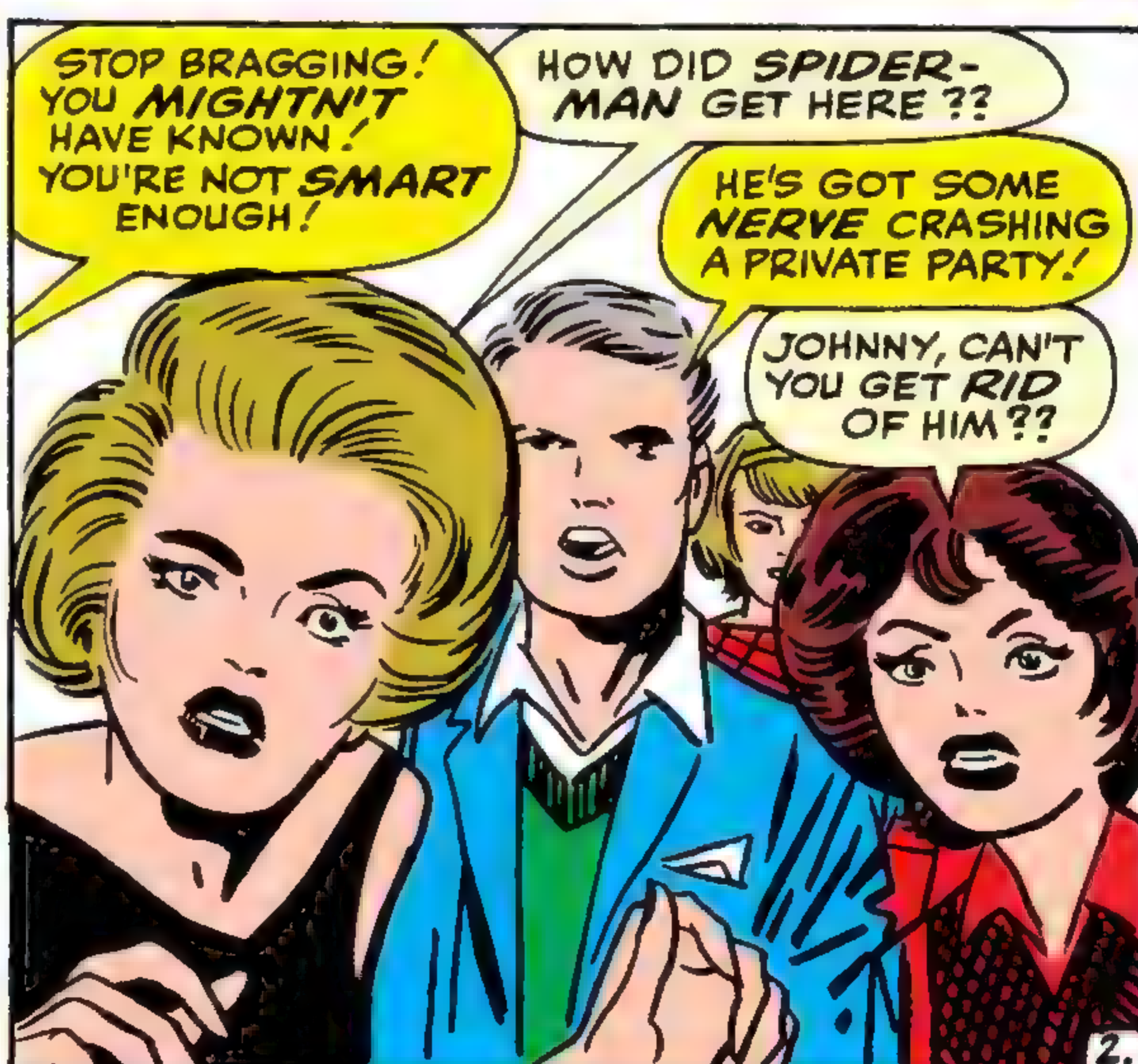
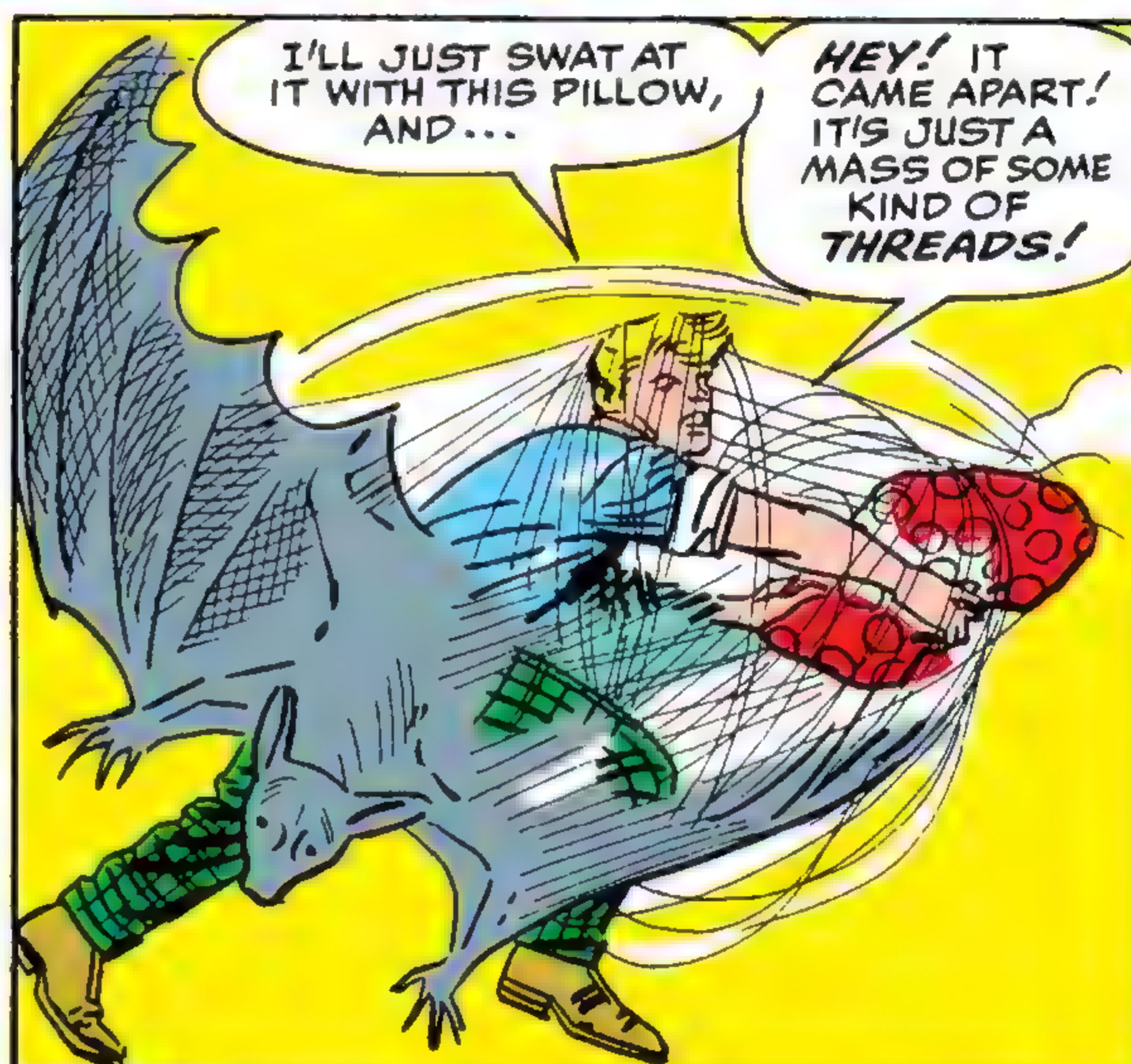
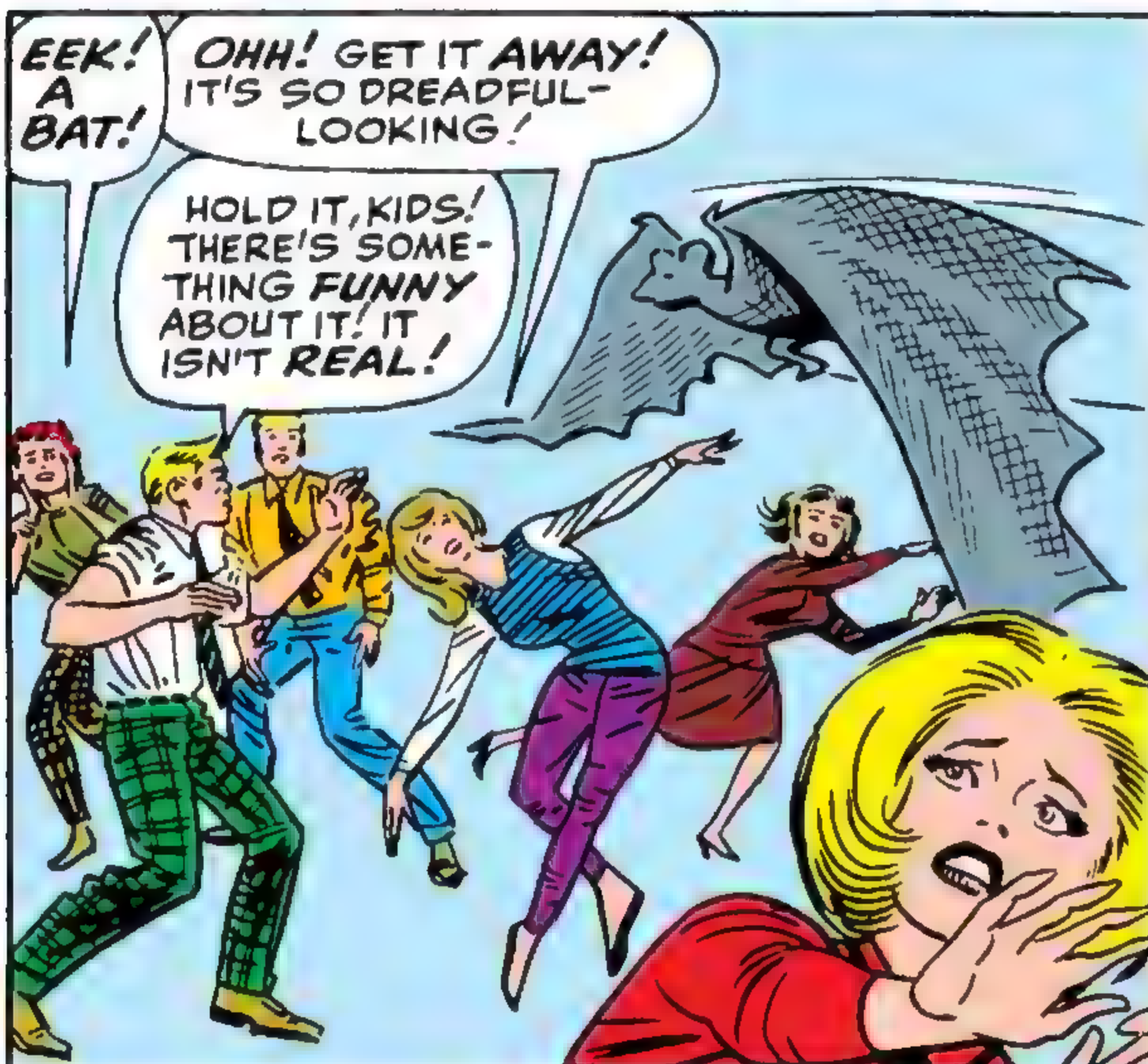
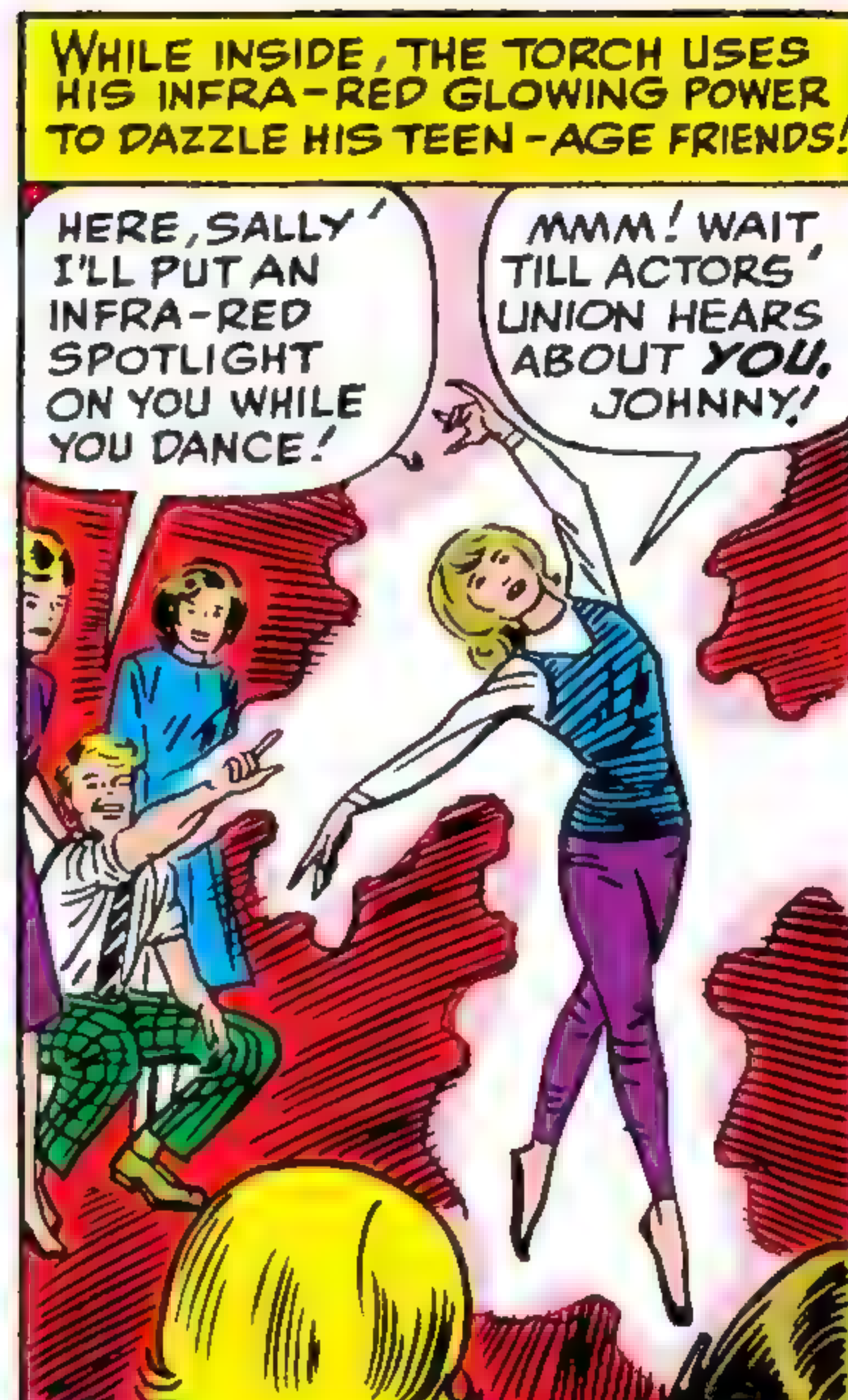
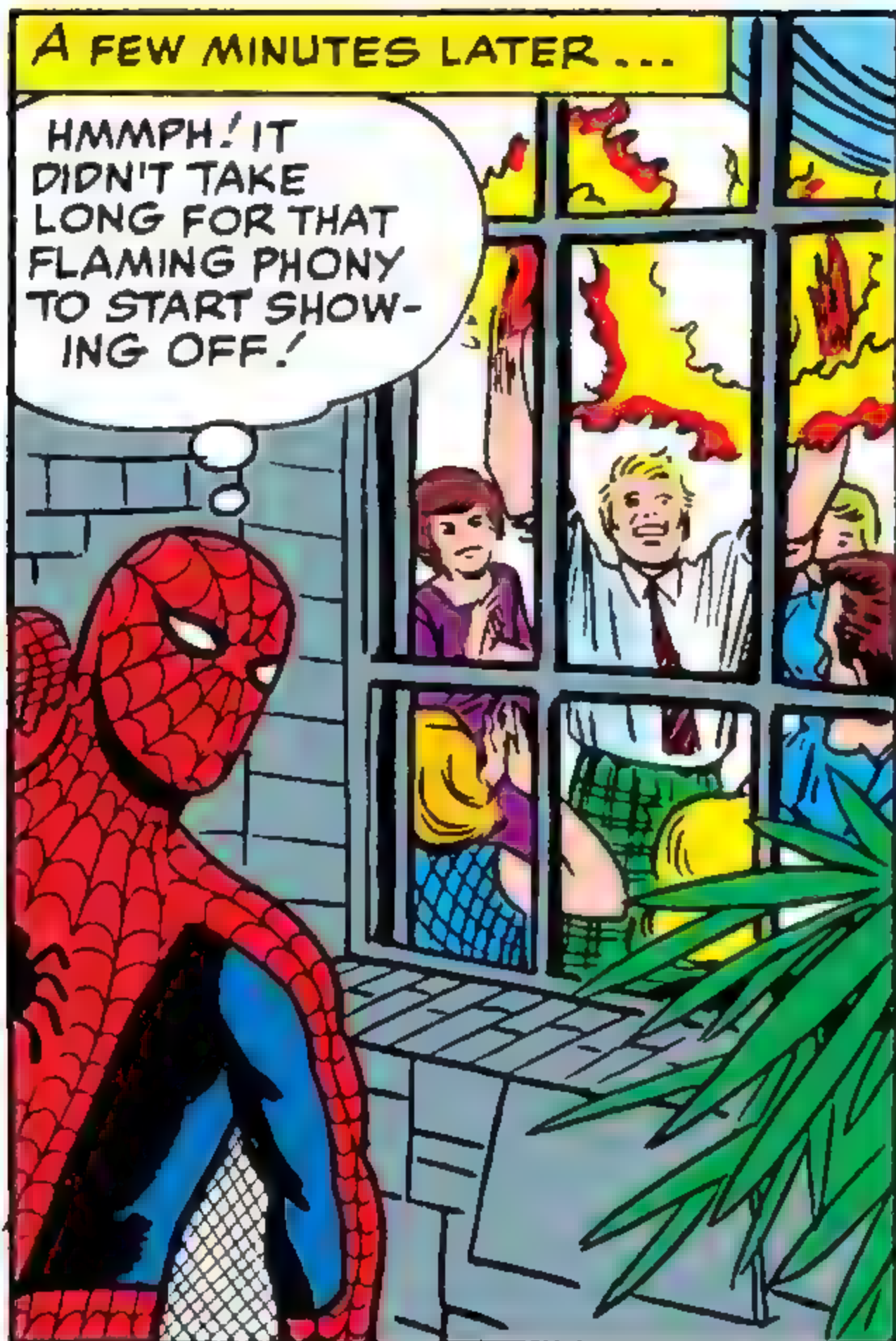
LOOK!
THERE'S THE
HUMAN TORCH!
HI, JOHNNY...
WE'VE BEEN
WAITING
FOR YOU!

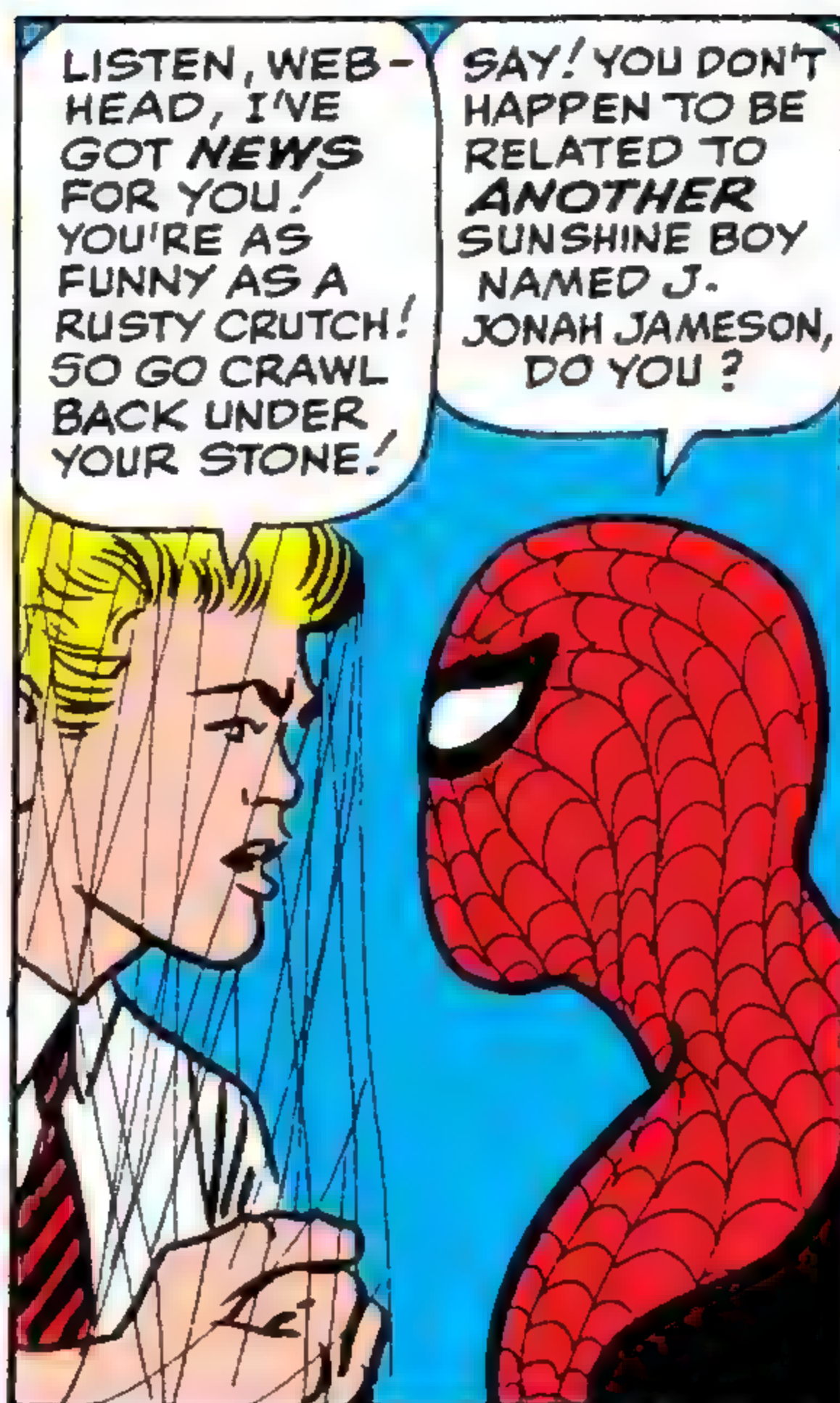
TRAVELIN'
IN *STYLE*
THESE DAYS,
EH, TORCH?

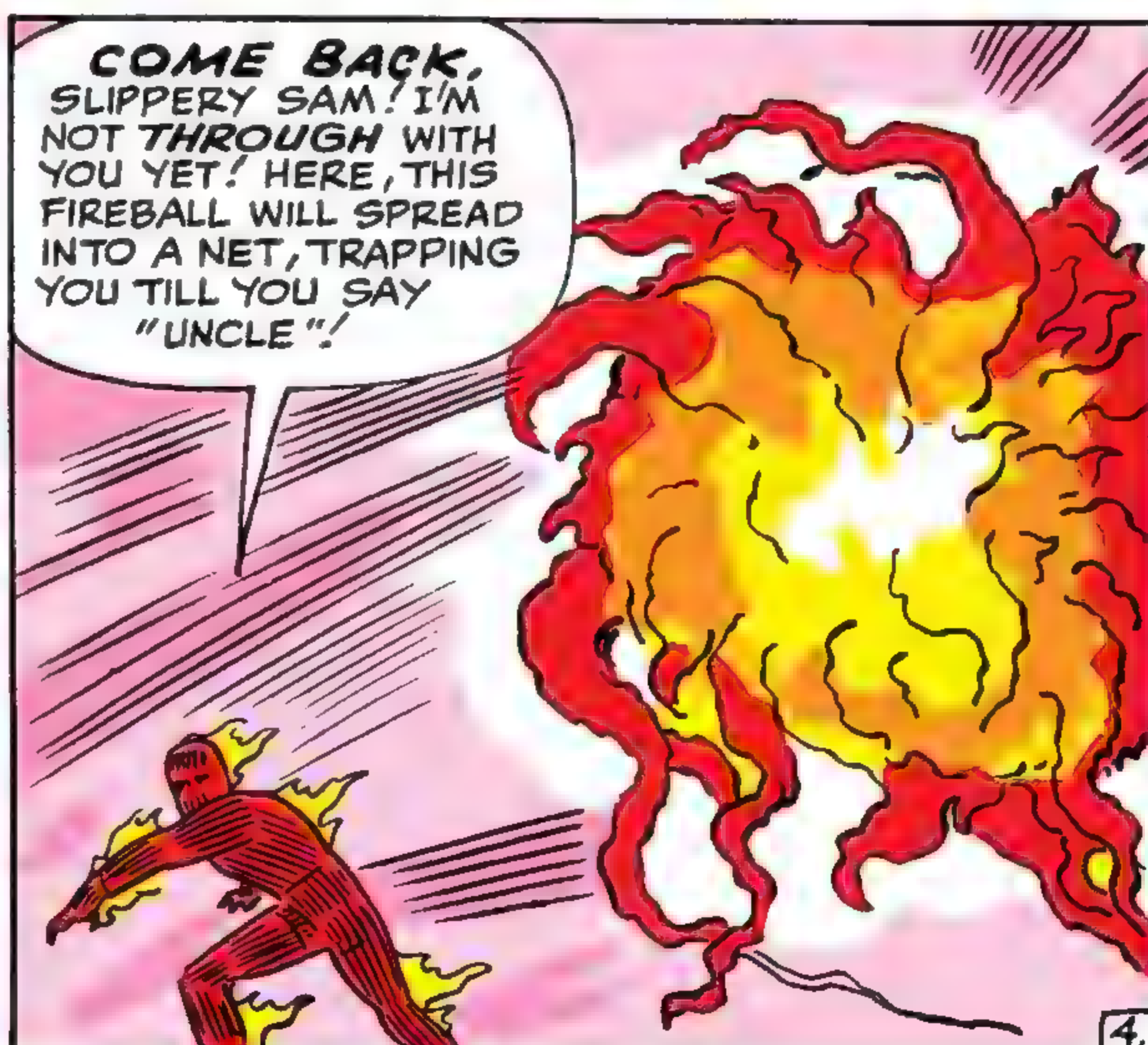
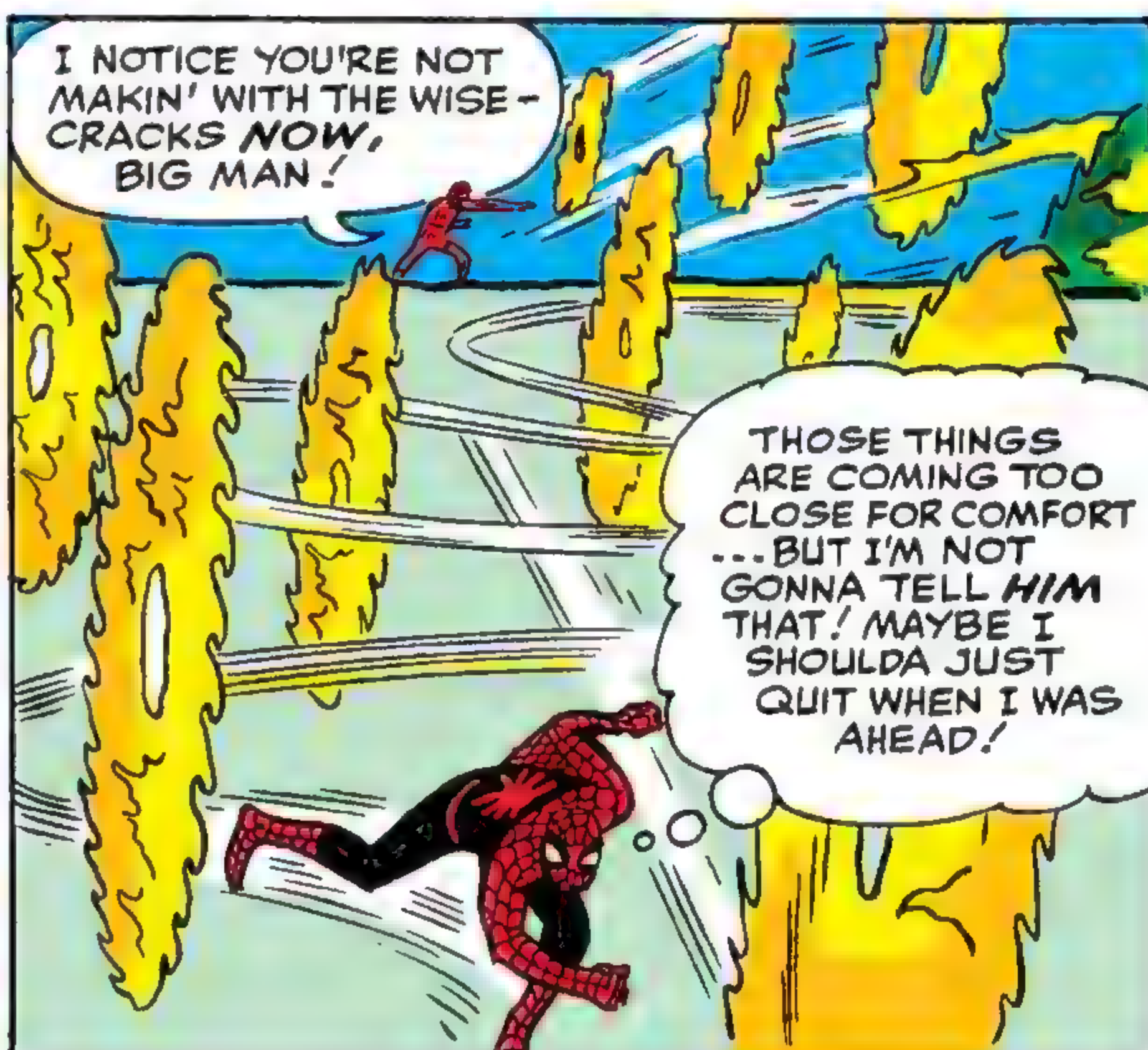
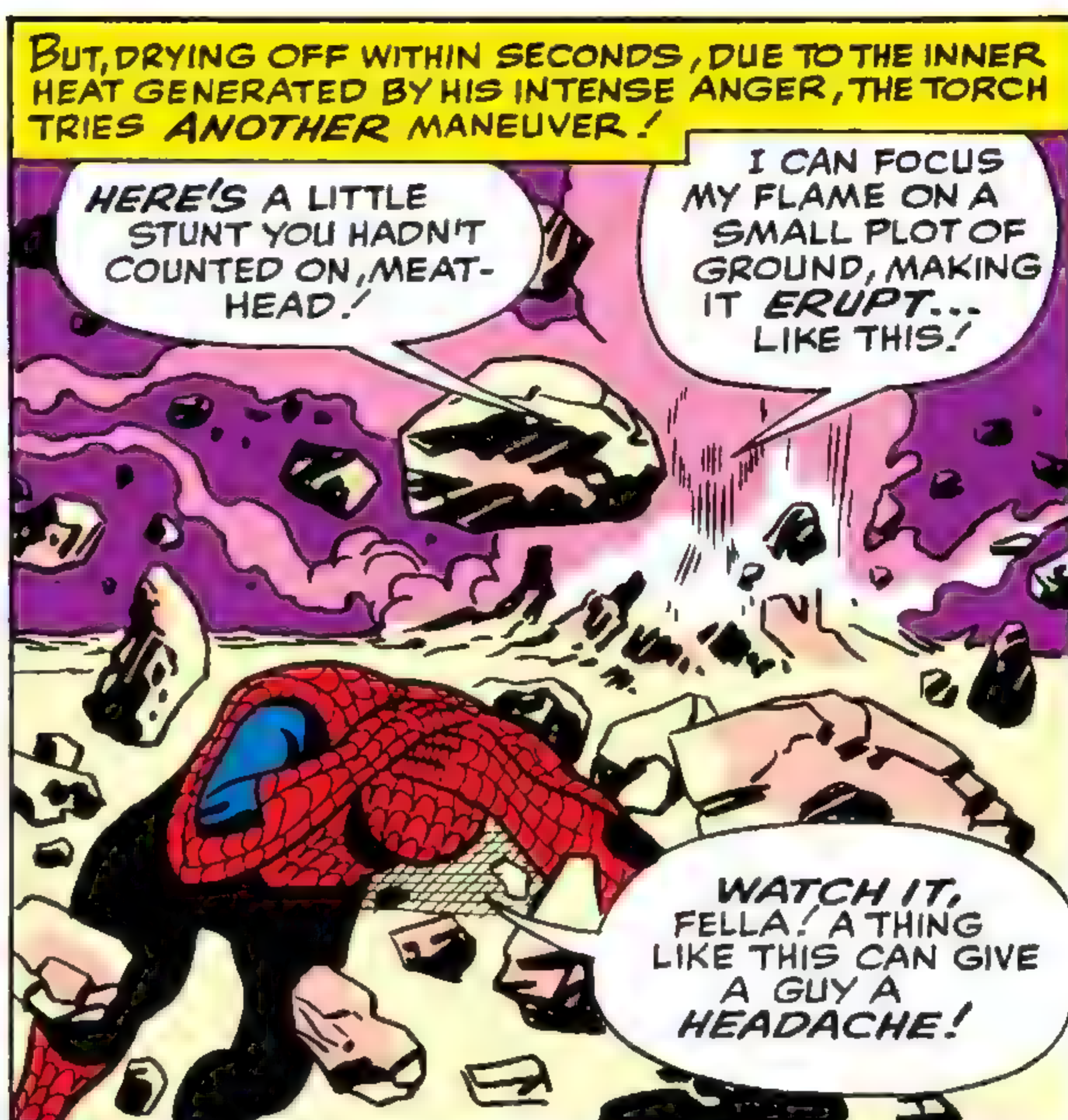
WELL, IT'S NO
FANTASTI-CAR,
BUT IT TAKES ME
WHERE I'M
GOIN'!

WRITTEN BY:
STAN LEE
DRAWN BY:
JACK KIRBY
INKED BY:
STEVE DITKO
LETTERED BY:
S. ROSEN

LAST WEEK
HE WAS
DRIVING AN
XK JAG! AND
NOW *THIS*! OH,
IF ONLY DORIS
HADN'T FOUND
HIM FIRST!



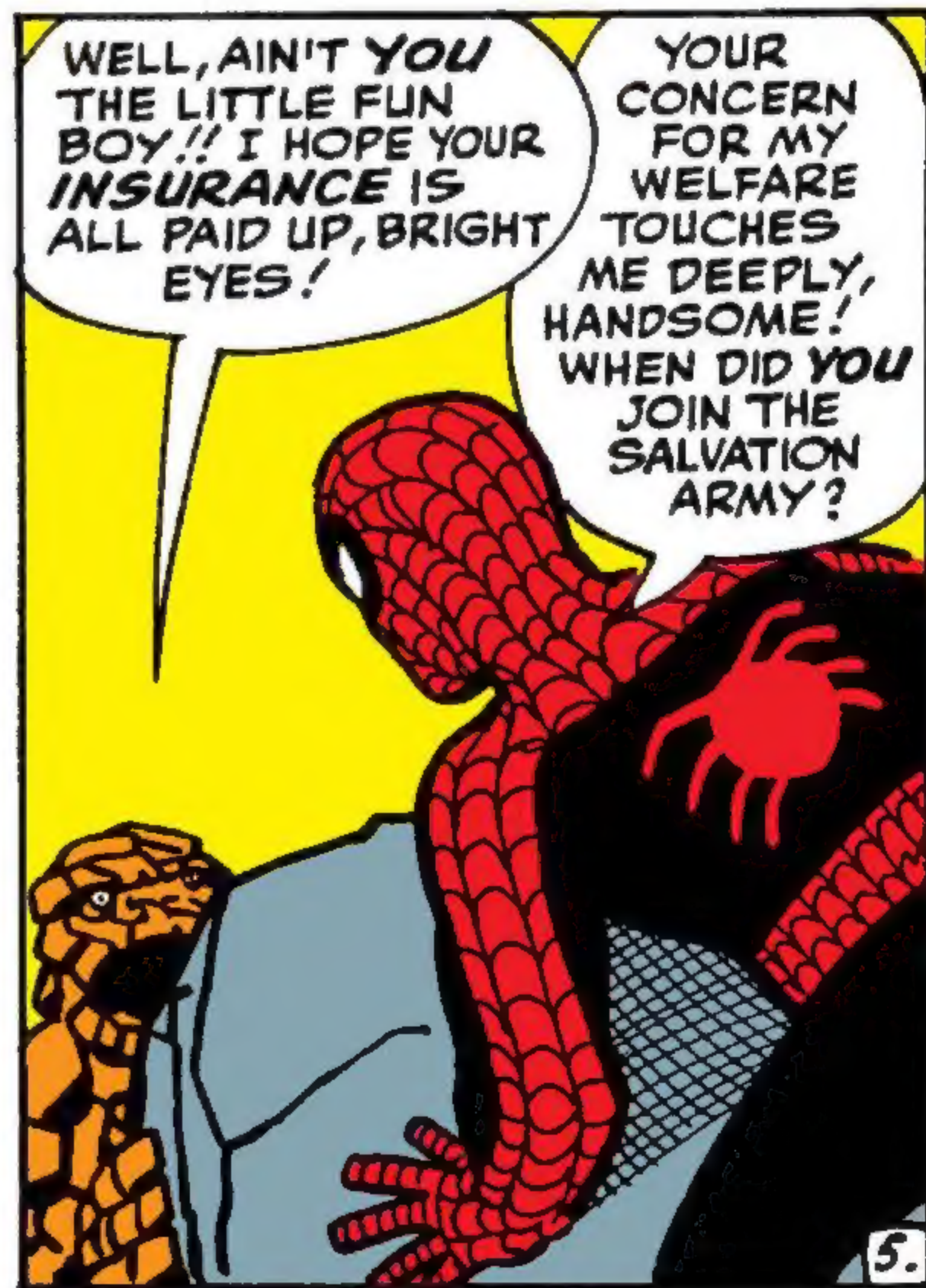
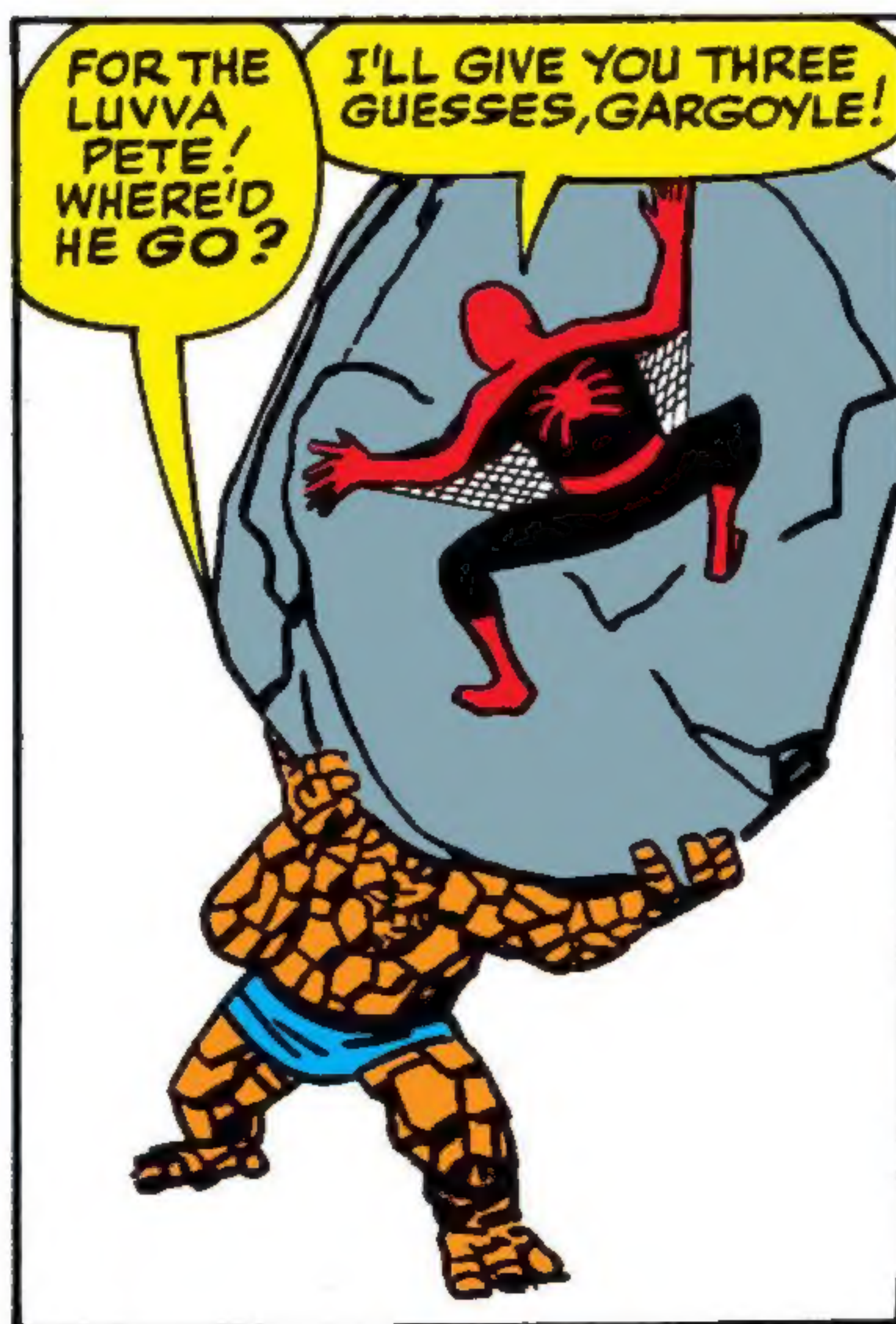
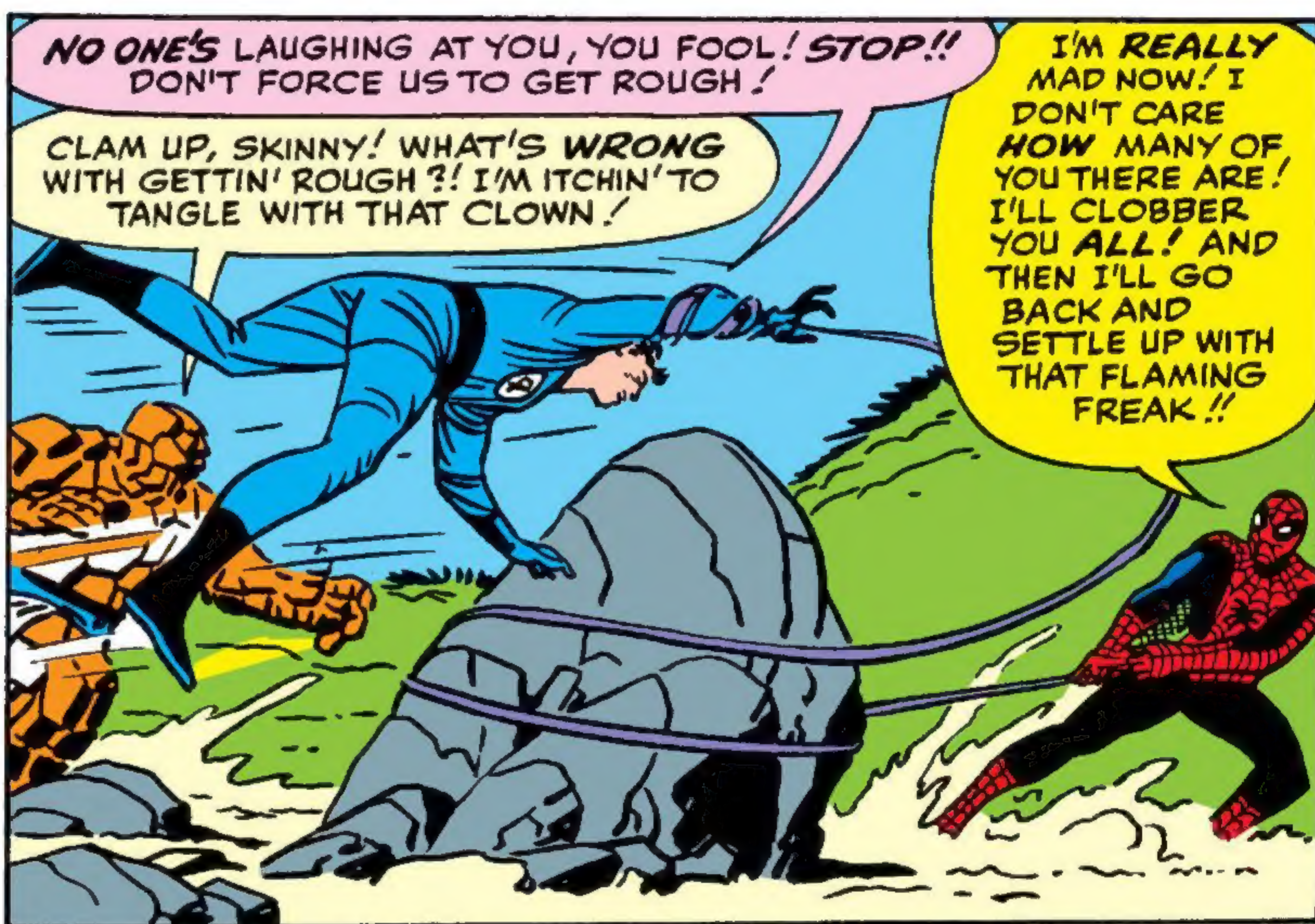


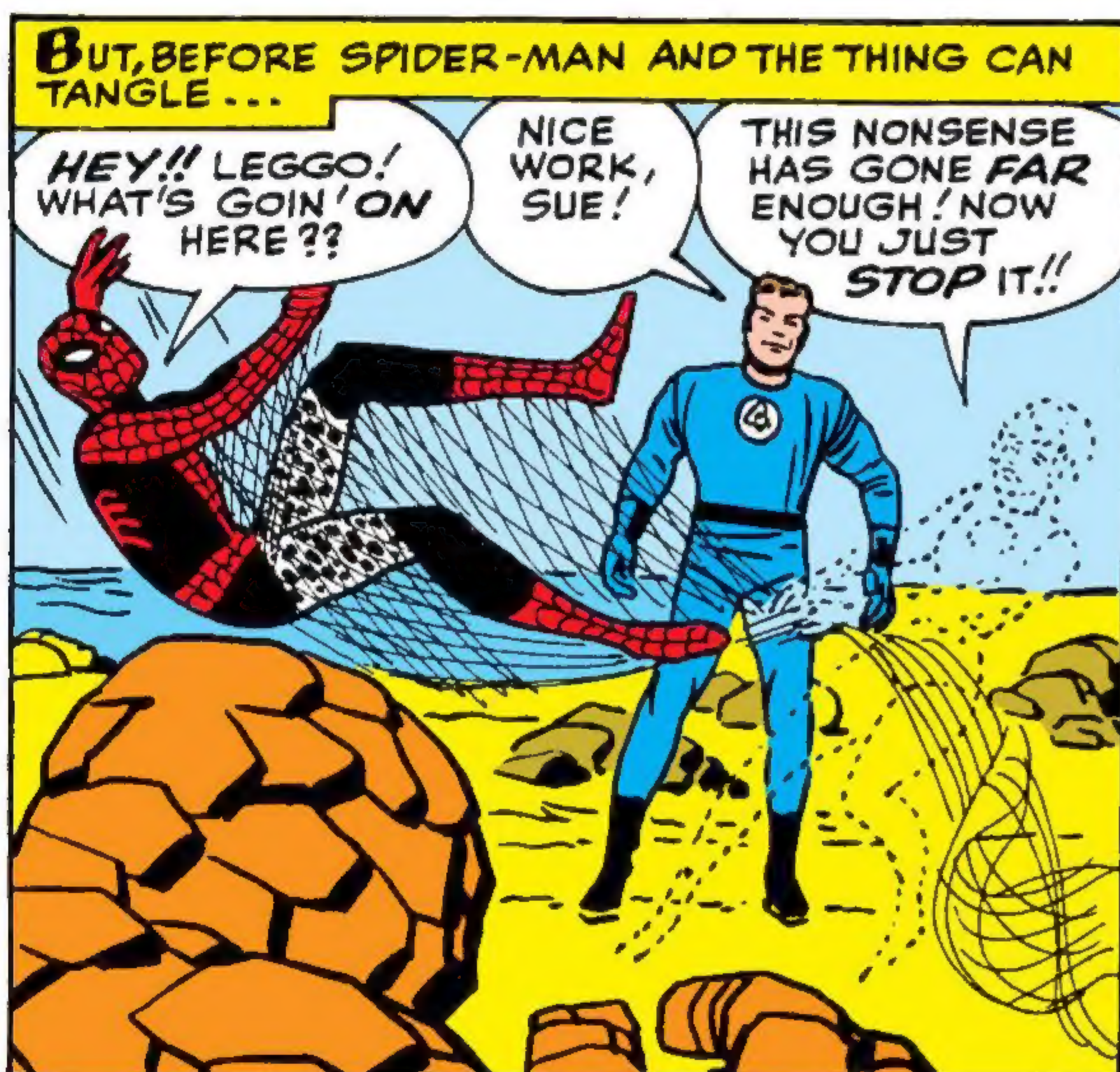


BUT WITH HIS SUPER-HUMAN AGILITY, SPIDER-MAN EASILY DARTS THROUGH THE SPACES IN THE TORCH'S FLAME NET...



SUDDENLY, BEFORE SPIDER-MAN CAN REGAIN HIS FEET, HE SEES...







SPIDER'S WEB

Dear Stan and Steve,

Great—that's putting it mildly! SPIDER-MAN #5 has topped all previous issues. At first I thought Spider-Man was going to be a plain, dime-a-dozen crimefighter, but instead you made him into a really fabulous hero. In all your comics you have started something new that will last forever. SPIDER-MAN is well taken by the readers because of his originality! You appear to be starting something between Pete and Jameson's secretary Betty! Keep it going, but don't destroy Spider-Man by giving him a big romance—let it stay the way it is. Your writing style is great, great, great—and that's not whistling Dixie! Keep guest appearances coming and when you do make them full-length stories, this gives plenty of room and a worthwhile story. I thought that the X-MEN were great but please change them a bit as they are a little too much like the FF—otherwise—OK. THE AVENGERS were great—the plot was something, having Thor pursue the villain while Giant-Man and Iron Man try to get the Hulk. One thing—drop Ant-Man's partner, the Wasp—two bugs are one too many!

Bob Churchill
3663 Hilaire Way
Scaford, N. Y.

The fans have FINALLY stopped asking that Invisible Girl be dropped from FANTASTIC FOUR ... and now YOU'RE starting with the Wasp! C'mon, Bobby boy, don't be a fanatic!

Dear Stan and Steve,

I was just reading the current SPIDER'S WEB when I read a very interesting letter. It was about dropping the word 'Amazing' from the title of the AMAZING SPIDER-MAN. Personally, I think it gives your mag class. That Larry Brown doesn't know what he's talking about! As the Thing would put it, "He's got rocks in his head or somethin'!" Your mag is really 'hairy.' Keep up the good work!

Phil Montoya
231 Closson St.
Santa Fe, N. Mex.

So the word AMAZING gives us class, eh, Phil?? Smilin' Stevey Ditko will be sorry to hear that! We'll expect him to wear SHOES from now on when he visits the office!

Dear Stan and Steve,

In the STRANGE TALES ANNUAL the Spider-Man vs. Torch story was simply terrific. Kirby did a commendable penciling job, but even with Ditko inking, it didn't come out quite as Spider-Man could be and as only Ditko could draw him. The story was engrossing from the first to the last panel. In the '40's we had the Torch vs. Namor battles. It's now my hope that the '60's will see a series of Torch vs. Spider-Man battles. Keep Spider-Man in a situation similar to that in the story of the Annual. "Is Spider-Man friend or foe, good or bad?" keep that idea going. Without a doubt MARVEL COMICS are bringing about the MARVEL AGE OF COMICS. Your great ability and willingness to try something new has accomplished this and you should be complimented for it. You've forged ahead and taken an undisputed lead. With X-MEN, THE AVENGERS, a possible return of Captain America, and other things equally exciting, the MARVEL AGE OF COMICS may well be ushering in a new GOLDEN

AGE OF COMICS. In closing may I suggest you locate a few more talented artists and writers to add to your already talented staff. After all you're only human and humans can only do so much work in so much time. I'd hate to see a shortage in artists and writers prevent you from realizing your full capabilities. Best of luck on all your many fine creations!

Buddy Saunders
1605 Joyce
Arlington, Texas

Appreciate your interesting comments, Buddy. As for your final suggestion, we've discussed that on the letters page of the current FANTASTIC FOUR (#22), so we don't want to repeat ourselves here. (We're not only loveable, we're lazy!)

Dear Stan and Steve,

I have all five of the SPIDER-MAN magazines. I am proud to say that I enjoy them very much! Both of my parents have read them and they think that they are good and are not as childish as the other comics they have read. I think there is only one mistake you have made in your mag—you play up radiation too much! Spider-Man got his powers because of it, Dr. Octopus had his false arms attached to his body because of it, Sandman got his power because of it, and who is going to be next? Other than this, your comic is great!

Kevin R. McDonald
112-22 68 Dr.
Forest Hills 75, N. Y.

We hope you fans don't make a big thing of this anti-radiation jazz, Kevin! Heck, how would we write comic mag stories without it??

Dear Stan and Steve,

The topic of this letter is so unimportant that after reading the second line you may not even bother to finish it. But, in all honesty, did you ever stop to think of the purpose of Spider-Man's mask? Actually, it is unique and has something no other hero's mask has. Give up? Well, before I tell you, I must ask one more question. Did you ever wonder how other characters managed to keep their secret identity while their voice would be a dead give-away? Spider-Man doesn't have that problem. Because his mask has no openings except for the eyes, his voice is muffled and his secret is kept a secret! (I should have warned you—I have inside information.)

Peter Parker
Midtown, N. Y.
(Tim DeChenne
4128 Tilden Ave.
Culver City, Cal.)

Everybody seems to know more about Spidey than WE do! We always thought the mask was just to protect him from drafts, because he has sinus trouble! Oh well, as Aunt May might say: Live and learn!

Dear Stan and Steve,

We, at the Comic Storehouse, have picked Stan Lee and Steve Ditko as the best writer-artist pair of 1963!

Ed Corbett
Comic Storehouse
145 Sanford St.
Glens Falls, N. Y.

CONTINUED

And we, at the Marvel sweatshop, congratulate the Comic Storehouse (whatever it is!) on showing such good taste! Noblesse Oblige, Ed!

Dear Stan and Steve,

The main purpose of my letter is to congratulate you on such a fine character—I'm talking about Spider-Man. I have all five issues and will have #6 next month. I think that so far #5 is the greatest. Old Doc Doom never had it so tough! But just once I'd like to see Pete Parker sock Flash Thompson. In #1, page 2, panel 1 you show Pete saying, "My Spider-Man costume! I wish there were no such thing!" Really! If I had his powers I'd be bubbling with joy—and I think almost anybody else would, too.

Joe Campbell
3045 N. 48 Ave.
Phoenix 31, Ariz.

Okay, Joe, you convinced us! Now, as soon as we learn how to draw a fella bubbling with joy . . . !

Dear Stan and Steve,

Your latest and greatest creation AMAZING SPIDER-MAN has surpassed anything I've ever seen hit the stands! The element of conflict has been developed to such a degree that I just can't wait for the next issue. Each time you come out with the most interesting villains, depicted by Steve Ditko, who is the one and only man who can do such a job. Everything about Spider-Man must be discussed in the superlative. However, there is one thing that bothers me about Spider-Man. He may, in due season, become "just another hero." You may call me a pessimist, but I've seen it happen before and it can happen again. Some things that could wreck the mag are: the elimination of the problem J. J. Jameson is creating all of a sudden. I wouldn't mind his elimination, but it would be better if the problem were dealt with gradually; another thing: if he joins the F.F., he may have the spotlight taken off him . . . more guest appearances in AMAZING SPIDER-MAN by the Fantastic Four, for instance; also: he may be given more powers, a female counterpart, and who knows what. You see, I'm very worried about what will happen to my now favorite mag. And, oh yes . . . thanks a lot for making AMAZING SPIDER-MAN a monthly comic. Rest assured that it is appreciated.

Doug Storer.
2719 State St.
Butte, Montana

We appreciate your appreciation, Doug! But let's not worry about all the things that may spoil ol' Spidey in the future . . . we've got enough problems with him right NOW! (Like having to draw that blamed web under his arms all the time!!)



SPECIAL ANNOUNCEMENTS SECTION:

Well, we still have all this space to fill, so we'll have to find SOMETHING to announce! Okay then, let's see—what's taking place of late around the Marvel bullpen?

- A lot of fans thought we were nuts when we introduced a WAR mag, of all things, at the beginning of this year! Well, it looks as though we were as dumb as foxes! For, SGT. FURY AND HIS HOWLING COMMANDOS seems to be a real surprise success! (We call it a "surprise" success because nobody is more surprised than WE!) Anyway, next ish (#5, on sale soon) features a truly fascinating villain—Baron Strucker, the most dangerous Nazi of all! If you haven't yet met Sgt. Fury and his howlers, try to get this ish and see what the shouting's all about!
- By the way, one of the letters we recently received said "—I hate to congratulate you on your mags because you do such a good job of congratulating YOURSELVES!" Perhaps we do boast a little too

much—and we hope you'll forgive us—but honestly, we're just so darn enthusiastic about our features, and we like to think that YOU are, too!

- Have you seen our new series in TALES TO ASTONISH, entitled "The Wasp Tells A Tale"? It's a little extra we dreamed up, and we're anxious to know your reaction to it. It'll be a steady monthly feature until you yell "Uncle!"
- Don't miss all the great guest stars in TALES OF SUSPENSE #49 (on sale now). You'll see The Angel (from our new fantasy-team mag, X-MEN), the ever-lovin' FANTASTIC FOUR, and if you look real fast, you'll even spot Spidey, the old web-spinner, himself! Guess we shouldn't forget to mention that the NEW Iron Man is the star! What's new about him? See for yourself!
- And how about our other new feature, Tales of Asgard? (appearing monthly in JOURNEY INTO MYSTERY). The Mighty Thor has caused so much interest in the legends of Asgard that we decided to devote a story per ish to the fabled doings of the mythical immortals! Now don't be party poops and keep us waiting too long for your comments, huh?
- Stop the presses! The results are in on our "Should we keep the word AMAZING in our title?" poll! More than twenty times as many letters favored KEEPING the word than dropping it! So the literary world can now rest easy! The AMAZING SPIDER-MAN he is—and the AMAZING SPIDER-MAN he shall REMAIN!
- Okay! We read all your letters and did what you asked! We made Dr. Strange the second feature of STRANGE TALES! (Co-starring with the teen-ager who tops Spider-Man's hate list—the Human Torch). We've stretched the Doc's stories to eight pages, and knocked ourselves out to present as much black magic as possible! So don't just SIT there—go BUY a few dozen copies!
- Now for our newies—The AVENGERS looks like a sure-fire hit, judging by the letters we've received so far—but we kind of expected that! However, X-MEN is gonna be a problem! Hundreds of you have written saying it's even better than SPIDER-MAN or the FF! But, a few dozen have commented that they'd even prefer MILLIE THE MODEL! It seems that those of you who like it LOVE it—but those who dislike it LOATHE it! We'll keep you posted on the final results but if you want OUR opinion—confidentially—we think it's destined to become one of the great comic mags of all time! We'd say more—but as you know, we hate to brag!
- For those of you who missed the every first issue of the FANTASTIC FOUR (shame on you!), here's your chance to see the first foe they ever fought in action again! The current ish features The Return of the Mole Man! We recommend it highly—but as you know, we're somewhat prejudiced!
- By next ish we'll have your verdict all tabulated on whether or not to continue our Spider-Man letters page! But, till then, keep readin', keep writin' (we almost said "keep 'rithmetic"!) and keep being as loyal and as critical as you are! We don't know whether we have the MOST fans or not, but we sure as shootin' have the BEST!
- Oh, we almost forgot—this ish of SPIDER-MAN was intended as a chance of pace! We hope you got a kick out of it—and we're anxious to know if you'd like similar issues to appear from time to time. But, NEXT ish will find us back on the track with a typical Spider-Man yarn, a breath-taking new Spider-Man villain, and page after page of the most amazing action we can dream up! So, till then, the merry Marvel Group wishes you happy reading, and keep your webs untangled!